# SIEGE™

# AVENGERS®: THE INITIATIVE

GAGE • SANDOVAL
ASRAR • MOLINA

MARVEL

"Gage and artist Sandoval throw a welcome spotlight on a compelling character..."
— Charles Webb, *ComicsBulletin.com*

## TASKMASTER RULES!

Anointed as the nation's top cop, Norman Osborn was given authority over every facet of America's security apparatus — with the Initiative one of his greatest prizes. In all fifty states, the Initiative's teams of superhumans stand at the ready — and now they're under Osborn's control! Along with the Hood, the Taskmaster honed the Initiative into a fighting force ready to be deployed at Osborn's command. And now that command has come: Join the Siege of Asgard, and lay waste to its defenders!

As Asgard falls, the Avengers Resistance makes its final stand against Taskmaster, the Hood and their Initiative minions!

Collecting *Avengers: The Initiative #31-35* — written by Christos Gage; and illustrated by Rafa Sandoval, Jorge Molina and Mahmud Asrar — plus the *Avengers: The Initiative Special*, written by Gage and Dan Slott with art by Steve Uy.

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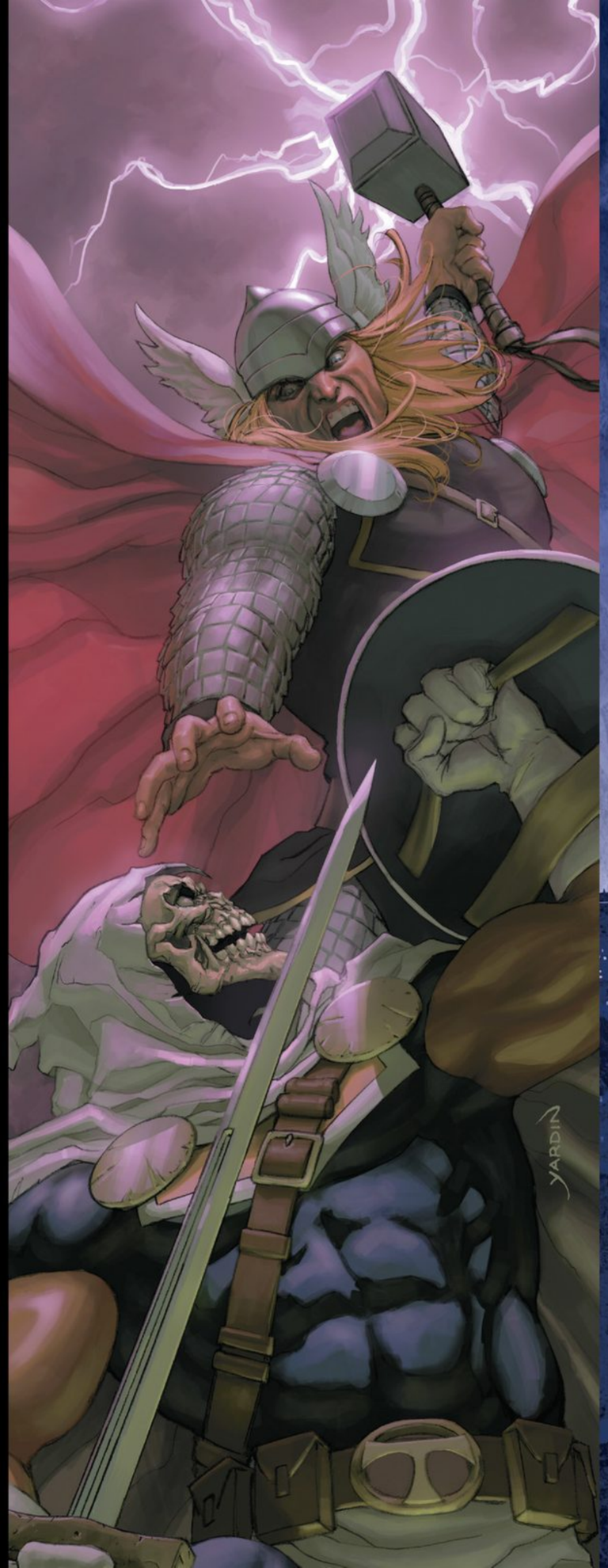


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GAGE • SANDOVAL
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SIEGE: THE CABAL TIE-IN!

MARVEL

31

GAGE
SANDOVAL
BONET
DELGADO

# AVENGERS®

## THE INITIAT

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# AVENGERS THE INITIATIVE

After Stamford, Connecticut was destroyed during a televised fight between the New Warriors and a group of dangerous villains, a federal Superhuman Registration Act was passed. All individuals possessing paranormal abilities must now register with the government via the Initiative, a plan for training and policing super heroes in this brave new world, intended to position a local super hero team in each of America's fifty states.

NORMAN OSBORN

TASKMASTER

THE HOOD

CONSTRICTOR

PENANCE

DIAMONDBACK

Norman Osborn utilized the Initiative to his own ends, promoting the assassin Taskmaster and The Hood to senior staff positions while ousting veteran members Gauntlet, Tigra and former New Warriors, who formed the Avengers Resistance to oppose him. He began filling the ranks of the Fifty State Initiative with an army of "reformed" villains, trained by Taskmaster at Camp H.A.M.M.E.R., while secretly plotting world domination with a villainous Cabal that includes The Hood, Dr. Doom and the Norse god Loki.

The Resistance assaulted Camp H.A.M.M.E.R. to rescue their captured teammate Night Thrasher, and succeeded, not knowing Norman had tempted Night Thrasher with the resurrection of his brother to become a double agent. During the battle Penance, once the New Warrior known as Speedball, regained his memories, but could not bring himself to reveal his identity to his old friends and stayed with the Initiative, as did Diamondback, working as a mole for the Resistance…although her risky romance with teammate Constrictor could prove fatal as he's discovered her true allegiance.

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Avengers Tower.

I'M SURE THIS WON'T COME AS A SURPRISE TO YOU. I'M PLEASED WITH THE WORK YOU'RE DOING AT CAMP H.A.M.M.E.R. *VERY* PLEASED.

I HANDED YOU THE REINS OF THE INITIATIVE'S TRAINING PROGRAM, AND YOU'VE MADE THE MOST OF IT. *EXCEEDED* EXPECTATIONS, IF I'M HONEST. NO OFFENSE INTENDED.

I COME FROM AN *EXECUTIVE'S* BACKGROUND. A GOOD EXECUTIVE IDENTIFIES PEOPLE WHO RESPOND TO CHALLENGES...AND *KEEPS* CHALLENGING THEM.

THERE MAY BE *OTHER* OPPORTUNITIES AHEAD FOR YOU, MY FRIEND. *EXCITING* OPPORTUNITIES.

BUT LET'S NOT GET AHEAD OF OURSELVES. BEFORE MAKING ANY DECISIONS, I'D LIKE TO COME DOWN THERE AND CHECK ON THINGS. AN *INSPECTION TOUR*, IF YOU WILL.

ANY TIME YOU WANT, SIR.

LET'S SAY... TOMORROW. EIGHTISH.

THAT'S NOT TOO *EARLY* FOR YOU?

NOT AT ALL. I'VE NEVER NEEDED MUCH SLEEP...EVEN LESS THAN USUAL, LATELY. NOT UNCOMMON AMONG MEN IN MY POSITION. ONASSIS WAS THE SAME WAY.

BUT THAT DOESN'T MEAN I HAVE TIME TO *WASTE*. I TRUST I'LL ARRIVE TO FIND EVERYTHING IN ORDER. NO... *UNPLEASANT SURPRISES?*

DON'T WORRY ABOUT A THING, MR. OSBORN...

PHASE 2

TASKMASTER

Camp H.A.M.M.E.R.

...OF COURSE WE'RE READY FOR YOU.

# POISONED CHALICE

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MUSIC? NAH, THAT'S... *EXPLOSIONS.* YEAH, WE TRAIN 24/7 AROUND HERE.

I BETTER GO, BOSS. ALL WORK AND NO PLAY, Y'KNOW? SEE YA SOON. TASKMASTER OUT.

OKAY, *PARTY'S OVER!* OSBORN'S GONNA BE HERE EIGHT A.M. SHARP FOR AN INSPECTION!

HE EXPECTS TO SEE YOU ALL READY TO GO PLAY HERO ON ONE OF HIS FIFTY STATE TEAMS. ANYONE WHO DON'T PASS MUSTER IS LIABLE TO GET *DISAPPEARED.*

*NORMAN* OSBORN? AS IN "DIRECTOR OF NATIONAL SECURITY"? I'VE BEEN *DYING* TO MEET HIM.

I KNOW YOU GOT A THING FOR POWERFUL MEN, MAMBA, BUT YOU WANT MY ADVICE, STAY AWAY FROM THAT GUY UNLESS YOU LIKE *GETTING THROWN OFF BRIDGES.*

MAN-KILLER! BAD AXE! TAKE IT OFF BASE OR GET A ROOM! SCORCHER! GRIFFIN! TAKE DOWN THE DAMN *STRIPPER POLE!*

IF YER DRUNK, *SOBER UP!* IF YER CRAZY, *TAKE YER MEDS!* WE GOT A *SWEET DEAL* GOIN' HERE, AND ANYONE WHO SCREWS IT UP ANSWERS TO *ME!*

I'M GONNA BE MAKIN' THE ROUNDS. YOU GOT 'TIL DAWN TO GET YOUR ACT TOGETHER. YOU PEOPLE THINK I'M *KIDDING?* THERE'S A *GRAVEYARD* OUT BACK.

YOU WANT A PLOT NEXT TO JOHNNY GUITAR, I CAN MAKE THAT HAPPEN. OR IF YOU *REALLY* PISS ME OFF...

...I'LL LET *OSBORN* TAKE CARE OF IT.

Norman Osborn's Office.

YOU CAN'T BE *SERIOUS*. THE GUY'S SPENT HIS CAREER TRAINING *HENCHMEN*. THE ONLY DIFFERENCE BETWEEN HIM AND "VINNIE FROM THE BRONX" IS HIS *PHOTOGRAPHIC REFLEXES*.

AND WHAT THE HELL DOES THAT *MEAN*, ANYWAY? HE *COPIES* PEOPLE. HE'S THE *COVER BAND* OF SUPER VILLAINS.

TOP SECRET

METHINKS THE HOOD DOTH PROTEST TOO MUCH. IS THIS *PROFESSIONAL JEALOUSY*, PARKER? TASKMASTER'S DONE QUITE WELL FOR US, HASN'T HE?

HE LED THE OPERATION THAT RETOOK OUR NEGATIVE ZONE PRISON. HE WAS INSTRUMENTAL IN STOPPING *NIGHTMARE*.

I HAD SOMETHING TO DO WITH THOSE OPS TOO.

YES, BUT *YOU* CAN'T BE SEEN AS THE PUBLIC HEAD OF THE INITIATIVE, THANKS TO YOUR HIGH-PROFILE *DEFEAT* AT THE HANDS OF THOSE ROGUE AVENGERS.

IN *HIS* DEBUT, I MIGHT ADD, TASKMASTER FOUGHT THE *REAL* AVENGERS-- *CAPTAIN AMERICA* AND *IRON MAN*-- AND GOT AWAY SCOT-FREE.

YEAH, THAT'S HIS *SPECIALTY*. HE *CUTS AND RUNS* WHEN THINGS GET TOUGH. *THAT'S* WHO YOU WANT SITTING AT A TABLE OF PEOPLE WHO'RE SUPPOSED TO *RUN THE WORLD?*

WHY NOT? WE HAVE OPENINGS... AND WE COULD USE AN ALLY. WHATEVER OUR DIFFERENCES, YOU AND I ARE *BUSINESSMEN*. WHEREAS *DOOM* IS A *MEGALOMANIAC*...

...AND *LOKI* REGARDS US AS LITTLE MORE THAN TALKING *FRUIT FLIES*. GIVEN RECENT... SHAKEUPS...THE TIME MAY COME--*SOON*--WHEN ONE OR BOTH OF THEM MOVES ON US.

EXTRA MUSCLE WILL HELP, BUT IT'S NOT MY MAIN CONCERN. I HAVE THAT SIDE OF THINGS COVERED. WE *WILL* WIN.

AND WHEN WE DO, I WANT THE NUCLEUS OF A *NEW* CABAL IN PLACE. AN ORGANIZATION THAT *WE* CONTROL *ABSOLUTELY*.

TASKMASTER'S AMBITIONS, AS YOU POINT OUT, ARE DECIDEDLY BLUE-COLLAR. HE'LL BE *THRILLED* JUST TO BE INVITED. DO WHATEVER WE SAY.

FINE. BUT HE BETTER NOT *EMBARRASS* US.

SHNK

CABAL

TASKMASTER

TRUST ME...

...I WON'T LET THAT HAPPEN.

Camp H.A.M.M.E.R.
Penance's Quarters.

PENANCE! HOW YA DOIN', KID?

YOU LOOK GOOD...NO FRESH SCARS. WAY TO MAKE PROGRESS. YOU WANT MY OPINION. THAT WHOLE CUTTIN' YERSELF THING IS FOR *PANSIES*.

WATER

WHAT DO YOU WANT?

OSBORN'S COMIN' BY FOR AN INSPECTION. I KNOW HE HAS A SPECIAL *INTEREST* IN YOU. I WANNA MAKE SURE YOU'RE HOLDIN' IT TOGETHER. WHICH YA ARE.

WE SHOULD GET RID'A THAT "*THERAPY ANIMAL*," THOUGH. SEEMS LIKE IT HELPED YA SOME, BUT IT'S UGLY, AND CATS AREN'T A *MAN'S* PET ANYWAY.

IF ANYTHING HAPPENS TO MY CAT...

...IF HE DISAPPEARS. RUNS OFF. IF THE GRIFFIN EATS HIM. IF HE SO MUCH AS *COUGHS UP A HAIRBALL*...

...I'LL BRING THIS ENTIRE PLACE DOWN ON YOUR HEAD.

UH...OKAY. TELL YOU WHAT. PROMISE YOU'LL BE POLITE TO OSBORN AND THE CAT STAYS.

WHATEVER.

FORGET BRIDGES. OSBORN'S GONNA THROW ME OFF *HOOVER DAM*.

Diamondback's Quarters. Constrictor and Diamondback.

SO ALL THIS... YOU AND ME...JUST PART OF THE *ACT*, RIGHT? PART OF YOUR COVER, SO YOU COULD PUMP ME FOR INTEL AND FEED IT TO THE *AVENGERS RESISTANCE*.

NO. I *SWEAR*, FRANK. WHEN YOU SAVED THOSE PEOPLE ON THAT PLANE, I...

DON'T *LIE* TO ME, RACHEL. IT'S THE ONLY THING THAT MAKES *SENSE*. YOU DATE GUYS LIKE *CAPTAIN AMERICA*. NOT SOME GIMP EX-CON.

MAYBE YOU *AREN'T* PLAYING ME. BUT IF YOU WEREN'T IN THIS MESS--DANGER ALL AROUND, AFRAID'A GETTIN' CAUGHT--YOU'D NEVER BE WITH A GUY LIKE ME.

WOULD YOU?

FRANK...

HEY. AM I INTERRUPTIN' *SOMETHING*?

NAH.
WHAT'S UP?
OSBORN'S DUE IN TOMORROW FOR AN INSPECTION. EIGHT SHARP. YOU'RE MY MEDIA DARLIN'. I WANT YOU READY.
NOT A PROBLEM.
THANK GOD I GOT ***SOME*** PEOPLE I CAN COUNT ON.
YOU GOT A MINUTE TO TALK? PRIVATE.
BE IN YOUR OFFICE IN FIVE.
WHY DIDN'T YOU TELL HIM?
HE'D KILL YOU.
HE'LL KILL ***YOU*** IF HE FINDS OUT YOU KNEW AND HID IT. I DON'T WANT--
RACHEL.
I DON'T ***CARE*** WHY YOU'RE WITH ME. I DON'T CARE IF IT AIN'T GONNA LAST. IF THIS IS ALL I GET...
...I'LL TAKE IT.

The Inland Empire, CA.
The Avengers Resistance.

Ultragirl

Komodo

Night Thrasher

IT'S KIND OF...SMALL. YOU'RE SURE IT'S SECURE?

Tigra

Justice

FRAGIL

ABSOLUTELY. THIS SAFE HOUSE WAS SET UP BY THE CAT PEOPLE WHO GAVE ME MY POWERS. THEY'VE OPERATED UNDER THE RADAR FOR CENTURIES.

NOT AS IMPRESSIVE AS WHAT YOU'RE USED TO, BUT NOW THAT OSBORN KNOWS WHO YOU ARE, WE CAN'T GO BACK TO THE *TAYLOR FOUNDATION*.

I *KNOW* THAT, JUSTICE. HE PUT A FREEZE ON ALL ITS ACCOUNTS. MY FOUNDATION'S A *CHARITY*. PEOPLE *NEED* THAT MONEY...

THE WORLD'S GONE CRAZY. OSBORN STAFFS THE INITIATIVE WITH *CRIMINALS* AND GETS AN UNLIMITED BUDGET, WHILE WE'RE JAMMED IN HERE LIKE *REFUGEES*.

WE *ARE* REFUGEES. BECAUSE WE WERE *STUPID*. WE LET THEM CONVINCE PEOPLE *WE'RE* THE OUTLAWS AND *THEY'RE* THE HEROES. BUT WE'RE GOING TO BRING THEM *DOWN*.

THANKS TO *YOU*.

NIGHT THRASHER, MEET *KOMODO*. ANOTHER EX-INITIATIVE MEMBER...THEY STRIPPED HER OF HER POWERS WHEN SHE QUIT. SHE'S BEEN FILLING IN FOR YOU ON THE TECH SIDE.

ULTRAGIRL'S BEING KIND. MORE LIKE FUMBLING AROUND IN THE DARK...MY FIELD'S BIOCHEMISTRY, NOT I.T. BUT I THINK I FOUND SOMETHING.

OR, MORE ACCURATELY, *YOU* DID. THE TROJAN HORSE YOU PLANTED IN THOSE BANKS IN CHARLOTTE? WE'VE GOT A HIT.

THE *U-FOES*. I KNEW IT. THAT'S THE FATAL FLAW IN OSBORN'S PLAN. YOU CAN TRY TO PASS OFF CRIMINALS AS HEROES...

...BUT LET A BUNCH OF GANGSTERS GUARD OUR SECOND LARGEST BANKING CENTER AND SOONER OR LATER THEY'LL PULL A HEIST.

THAT'S THE STRANGE PART. THEY'RE NOT TAKING MONEY OUT...THEY'RE MAKING *DEPOSITS*. REALLY *BIG* ONES.

IT'S A HELL OF A LOT MORE THAN THEY EARN FOR BEING NORTH CAROLINA'S INITIATIVE TEAM. AND THEY'VE RUN IT THROUGH SEVERAL DUMMY CORPORATIONS ON BOTH SIDES...

...BUT IT TRACES BACK TO *OSBORN*.

WHY GO TO ALL THAT TROUBLE? HE'S THEIR BOSS. WHY NOT JUST PAY THEM *BONUSES*?

BECAUSE THEY DON'T WANT ANYONE TO KNOW ABOUT IT. THE QUESTION IS *WHY*. WHAT ARE THEY UP TO?

THEY HAD YOU PRISONER THREE DAYS, DONYELL. ANY IDEAS?

NOT A ONE...

...BUT I'LL FIND OUT. EXCUSE ME, KOMODO. I MIGHT BE ABLE TO BACK-TRACK AND INFILTRATE THE U-FOES' SYSTEM.

OSBORN'S BEEN PRETTY SLICK SO FAR. YOU REALLY THINK YOU CAN FIND SOMETHING THAT'LL INCRIMINATE HIM?

RIGHT NOW, I'LL TAKE *ANY* LEVERAGE I CAN GET AGAINST THOSE PEOPLE.

ANYTHING AT ALL...

TIGRA. I NEED TO TALK TO YOU.

HERE IT COMES.

YOU'VE BEEN GOING AFTER INITIATIVE GUYS ON YOUR OWN. HUNTING THEM. *HURTING* THEM--

DVD

YOU'RE *DAMN RIGHT* I HAVE!

LOOK WHAT THEY DID TO ME!

...GOD...

*THE HOOD* BROKE INTO MY APARTMENT. *SHOT* ME. *BEAT* ME. *RECORDED* IT ALL AND PLAYED IT FOR HIS GANG OF SICK THUGS.

NOW *I'M* THE OUTLAW. NOW I KNOW WHERE *THEY* LIVE. AND I'M GIVING *THEM* A TASTE. EVERYONE WHO WATCHED THIS AND *LAUGHED*...AND, THE SECOND I GET A CHANCE, THE HOOD HIMSELF.

I...TIGRA, THAT'S *HORRIBLE*, BUT...WE'RE SUPPOSED TO BE *BETTER* THAN THEM. ISN'T THAT WHAT THE AVENGERS RESISTANCE IS *ABOUT*? SHOWING PEOPLE WHAT *REAL* HEROES ARE?

I'M SORRY, DID YOU JUST WALK OUT OF "ONE TO GROW ON"?

THIS IS ABOUT *WINNING*, BLONDIE. THIS IS ABOUT STOPPING OSBORN AND THE HOOD FROM *TAKING OVER* THIS COUNTRY AND DOING *WHATEVER* THEY WANT TO *WHOEVER* THEY WANT.

AM I GONNA KILL THEIR PUPPIES OR BOMB THEIR HOMES? OF COURSE NOT. BUT I *WILL* BREAK SOME LEGS AND MAKE THESE MONSTERS *WET* THEMSELVES IF IT'LL THROW THEM OFF THEIR GAME.

AND YEAH. IF I CAN SERVE UP SOME *PAYBACK* IN THE PROCESS, I AM SURE AS HELL NOT ABOVE THAT.

IF THAT MAKES LITTLE MISS 90210 *UNCOMFORTABLE*, EXCUSE ME IF I REALLY DON'T GIVE A DAMN.

I LIVE IN THE *VALLEY*.

LOOK, TELL IT TO YOUR EX-SWEETIE, *JUSTICE*. HE WAS AN *AVENGER*, AND IF *HE* WANTS ME OUT OVER THIS, FINE, I'M GONE. BUT UNTIL THEN GO GET A SPRAY TAN AND *LEAVE ME ALONE*.

VANCE... GOT A MINUTE?

SUZI, I WAS ABOUT TO GO LOOKING FOR YOU.

ALL THAT STUFF I SAID EARLIER...ABOUT HOW I NEED TO FIGURE OUT WHAT I'M DOING WITH MY LIFE BEFORE I CAN GET INVOLVED WITH ANYONE... I'M SORRY IF IT HURT.

IT'S OKAY. I UNDERSTAND--

HANG ON. LET ME SAY THIS BEFORE I CHICKEN OUT.

THRASH ALMOST DIED. WE *ALL* DID. ANY OF US COULD DIE ANY SECOND, SUZI. THAT'S ALWAYS BEEN TRUE FOR US, I GUESS, BUT...IT'S *DIFFERENT* NOW.

WE'RE BEING *HUNTED*. WE'RE AT *WAR*. AND IF WE GET A CHANCE AT HAPPINESS, IN THE MIDDLE OF ALL THIS INSANITY...

VANCE, I'M NOT SURE I--

WHAT I'M TRYING TO SAY IS--

YOU WANTED TO SEE ME?

COME ON IN, FRANK. THIS AIN'T AN *OFFICIAL* THING. I JUST WANNA ASK YOUR OPINION ABOUT SOMETHING.

SOME'A THE CONVERSATIONS I'VE HAD WITH OSBORN, I KINDA GET THE FEELING HE MIGHT OFFER ME A PROMOTION.

**Camp H.A.M.M.E.R.**
**Taskmaster's Office.**

HEY, *CONGRATULATIONS*, MAN! THAT'S FANTASTIC.

YEAH... I AIN'T SO SURE.

YOU'RE LIKE ME, FRANK. *REALISTIC*. WE NEVER TRIED TO TAKE OVER THE WORLD OR MAKE IRON MAN KISS OUR FEET IN TIMES SQUARE. WE WERE HAPPY GETTIN' RICH. LIVING LARGE.

AND WE DONE OKAY. WE GOT CASH, WE GOT WOMEN...WE'RE SITTIN' IN THE PIMP SEAT.

YOU SEE ALL THESE DUDES, THEY GOT IT MADE, AND THEN THEY RUIN IT BY OVERSTEPPING. TRYIN' TO TAKE TOO MUCH. I DON'T WANNA BE THAT GUY.

ON THE OTHER HAND, THIS KINDA SHOT DON'T COME OFTEN FOR ME. I'M USUALLY TAKIN' ORDERS FROM IMMORTAL NAZIS OR GOVERNMENT SPOOKS.

"TRAIN THIS SPIDER-CHICK. KILL THAT SHEIKH. SHOW ME HOW TO THROW A BILLY CLUB LIKE DAREDEVIL, AND HEY, CAN I PAY YOU **AFTER** THEY MAKE ME EMPEROR OF NEWARK?"

THERE SHOULD BE MORE THAN THAT. I SHOULD *WANT* MORE THAN THAT. I AIN'T GONNA LIE, I'VE DREAMED ABOUT IT. AND THIS MIGHT BE MY ONE CHANCE TO GET IT.

TELL ME HONESTLY. IS IT STUPID FOR A GUY LIKE ME TO GO AFTER THE BRASS RING? OR STUPID *NOT* TO?

FUNNY YOU SHOULD ASK.

I'VE BEEN THINKING A LOT *MYSELF* ABOUT WHAT GUYS LIKE US HAVE A RIGHT TO EXPECT.

I CAN'T TELL YOU WHAT TO DO, MAN. NOBODY CAN.

HERE'S WHAT I *DO* KNOW. LIFE IS ***SHORT***. AND WE'VE PRETTY MUCH ALREADY DECIDED THE RAT RACE ISN'T FOR US.

YOU WANT SOMETHING, GO AFTER IT WHILE YOU STILL ***CAN***. NOTHING'S WORSE THAN LOOKING BACK AND SAYING, "WHAT IF?"

ON THE OTHER HAND... YOU GOTTA KNOW WHEN IT'S ***ENOUGH***.

YOU END UP PUTTING YOUR ASS ON THE LINE TO IMPRESS SOMEBODY, OR 'CAUSE EVERYONE ELSE SAYS YOU SHOULD, WHEN REALLY YOU COULD CARE LESS...

...THEN YOU'RE A PUPPET. A ***TOOL***. TEN TIMES ***WORSE*** THAN THE GUY WITH THE CLIP-ON TIE SITTING IN A CUBICLE ALL DAY.

YOU ***ALREADY*** KNOW THE ANSWER TO YOUR QUESTION, BUDDY.

YOU JUST GOTTA FIGURE OUT WHAT IT IS.

I KNOW WHAT ***YOUR*** CALLING IS. WRITIN' SELF-HELP BOOKS. "THE SEVEN HABITS OF HIGHLY SUCCESSFUL SUPER VILLAINS." THAT WAS CORNY AS HELL.

IT WAS ALSO ***TRUE***. THANKS, FRANK. YOU'RE A MENSCH.

NOW, C'MON... LET'S HAVE A DRINK.

Camp H.A.M.M.E.R.
8:02 A.M.

OMNIS S.O.S. HUMANITY

SO, MR. OSBORN... WHADDAYA THINK?

I THINK THAT WAS AN IMPRESSIVE DISPLAY OF WELL-REHEARSED, WELL-COACHED, WELL-THREATENED PERSONNEL ON THEIR BEST BEHAVIOR. WHICH IS *NOTHING* LIKE THE WAY THEY USUALLY BEHAVE.

I THINK MY TRIP IS TEETERING ON THE VERGE OF BEING A COLOSSAL WASTE OF TIME. BUT BEFORE I PASS JUDGMENT, ANSWER ME THIS.

IF IT WERE UP TO *YOU*, HOW WOULD YOU CHANGE THE INITIATIVE?

HELL WITH IT. Y'KNOW WHAT I *REALLY* THINK? THE INITIATIVE, AS IT STANDS NOW, IS THE TITANIC HEADED FOR THE ICEBERG.

I'M NOT *TRAINING* THESE GUYS. I'M TRYIN' TO PUT BAND-AIDS ON A LIFETIME OF BAD HABITS, STUBBORNNESS, ADDICTION AND CRAZINESS. AND SOONER OR LATER IT'S ALL GONNA FALL APART.

YOU NEED *KIDS*. BLANK SLATES. NO RECORDS, NO PAST. TEENAGERS WE CAN MOLD AN' MANIPULATE AN' BEAT INTO WHATEVER WE *WANT* 'EM TO BE.

HMM.

WELL SAID, TASKMASTER. *WELL* SAID. MIRRORS MY OWN THINKING IN SO MANY WAYS.

I INTEND TO TAKE YOUR ADVICE. IN FACT, I'M HAVING PROMISING CANDIDATES... *RECRUITED*...AS WE SPEAK.

BUT LET'S TALK ABOUT YOU. ABOUT YOUR *FUTURE*. TASKMASTER, I'D LIKE TO OFFER YOU A *PROMOTION*.

THANK YOU, MR. OSBORN. I APPRECIATE IT...AND I ACCEPT.

I GOT A LOT MORE IDEAS ABOUT HOW TO IMPROVE THE INITIATIVE.

THAT'S ALL WELL AND GOOD. BUT I'M TALKING ABOUT SOMETHING MUCH BIGGER THAN THAT.

I'M TALKING ABOUT YOU SITTING AT A TABLE WITH A SMALL GROUP OF ELITE INDIVIDUALS WHO LITERALLY SHAPE THE WAY THE WORLD FUNCTIONS.

TELL ME... DO YOU KNOW WHAT A CABAL IS?

Frank--you did me a solid. So I'm gonna do you one. I can't tell you about my new gig. But I can tell you this:

It's big.

I'm not playing in the majors. I'm at the owner's meeting.

I'm talking people who wipe out **countries** because their toast was too dry. Who don't worry about death or taxes, unless they're **dishin' 'em out.**

At this level, **everything's** bigger. The power. The perks.

The **crazy.**

You do all the things you learned in a lifetime of the game. Cop an attitude. Like you're not impressed, even when you are.

Like you don't give a damn if you live or die.

Like everyone **else** in the world lives or dies depending on what kinda mood **you're** in that day.

Then you realize what that looks like when it's **not** an act.

You realize no matter how big you **thought** you were...how far above the bleating, stupid **sheep** that populate this planet...

...there's still people who look at you like you look at the sheep. Like you're a **stain** on their shoe they can't even be bothered to wipe off.

You realize you got no **business** here. And as bad as that is, it's nowhere **near** as bad...

...as realizing you figured it out **too late.**

That you spent your life wanting something so bad, working your tail off for it, pushing aside everything else for a shot at **this one thing**. And you finally get it...

...and the wine tastes like **blood.**

H.A.M.M.E.R. Medical Facility.

HOSPITAL

AMBULANCE

And now that you've got this thing you always dreamed of, now that it's **finally** in your hands...all you want...

...is to get the hell **away** from it.

Several Days Later.

TASKMASTER. SO GOOD TO SEE YOU *CONSCIOUS.*

WH-WHAT... THE HELL...DID DOOM...*HIT* ME WITH?

STANDARD PLASMA WAKEFIELD BLAST...WITH SOME ***MAGIC*** MIXED IN. THAT'S WHAT DID MOST OF THE DAMAGE, FRANKLY.

YOUR COSTUME PROTECTED YOU FROM THE WORST. THE DOCTORS ASSURE ME THE BANDAGES ARE MOSTLY PRECAUTIONARY. OUR PROTOCOLS FOR SUPERNATURAL INJURIES ARE A WORK IN PROGRESS.

HERE'S THE GOOD NEWS: DOOM IS NO LONGER OUR PROBLEM. EVEN BETTER: YOU SHOULD BE UP AND AROUND INSIDE OF A WEEK.

A ***WEEK?*** I FEEL LIKE...LIKE I'M ***DYIN'***. LIKE I GOT ***PIECES*** OUTTA ME.

I'M TOLD THAT DAMAGE IS PRIMARILY...HOW DID THEY PUT IT...***SPIRITUAL.*** THE MAGIC, YOU KNOW. BUT YOU'LL BE FIT FOR DUTY BEFORE YOU KNOW IT.

YEAH...ABOUT THAT. MR. OSBORN, I APPRECIATE YOU INVITIN' ME TO BE A PART OF YER CABAL. I REALLY DO.

BUT I DON'T THINK I'M CUT OUT FOR IT.

YOU'RE IN QUITE A BIT OF PAIN. SO I'M GOING TO ASSUME YOU DIDN'T MEAN THAT.

SURELY, IN YOUR RIGHT MIND, YOU WOULD **NEVER** REJECT THE GIFT I'VE GIVEN YOU.

THE CHANCE, FOR ONCE IN YOUR USELESS LIFE, TO **MATTER**.

I **CHOSE** YOU. PLUCKED YOU FROM A CESSPIT OF **SOCIOPATHS** AND **INCOMPETENTS**. ELEVATED YOU TO **MY LEVEL**. LIKE PROFESSOR HENRY HILL.

WAIT. WAS THAT *MY FAIR LADY* OR *GOODFELLAS*? WELL. REGARDLESS, YOU SEE MY POINT.

SSSS

HEY...HEY, THAT'S MY *OXYGEN*--

DON'T THINK THERE WEREN'T OBJECTIONS. THERE WERE **MANY**. BUT I WENT TO BAT FOR YOU. I VOUCHED FOR YOUR LOYALTY AND COMMITMENT.

I SAID YOU WOULD BE STEADFAST IN YOUR DEVOTION TO OUR CAUSE. UNTO **DEATH**.

AND I AM **NEVER** WRONG.

NOW THEN. WE HAVE A **MISSION** COMING UP. A MISSION OF CRUCIAL IMPORTANCE TO OUR COUNTRY, OUR SPECIES, AND MOST IMPORTANTLY, TO **ME**.

IT WILL REQUIRE THE EFFORTS OF THE INITIATIVE. MEN AND WOMEN YOU **TRAINED**. WHO YOU **KNOW**.

CAN I RELY ON YOUR BEING THERE TO LEAD THEM?

YOU... YOU...

...YOU CAN COUNT ON ME.

SIR.

EXCELLENT.

I KNEW YOU'D COME TO YOUR SENSES.

SHING

OH, NURSE! WE SEEM TO HAVE A PROBLEM WITH THE OXYGEN HERE. COULD YOU SEE TO IT, PLEASE?

But quitting ain't an option, Frank.

HOSPITAL

Some roads, once you're on 'em, you gotta take 'em to the end. Even though all you see up ahead is the edge of a cliff.

I'm not writing to warn you. It's too late for that.

I just wanted to tell you to enjoy what you've got while you've got it. The money. The fame.

And especially that girl of yours.

'Cause you paid the price for 'em. And take it from a guy who knows. The time'll come...

...when that check gets cashed.

OH MY GOD. THEY WOULDN'T.

I...I... WHAT AM I SUPPOSED TO DO?

HEY, MR. OSBORN. THIS MISSION COMIN' UP...CAN I ASK WHAT IT IS?

HMM? OH. CERTAINLY.

WE'RE INVADING ASGARD.

Been nice knowing ya, Frank.

Next: SIEGE!

# NEXT ISSUE

# AVENGERS®: THE INITIATIVE

## SIEGE™

GAGE • ASRAR • BUCHMAN • RAMOS

MARVEL

32

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# AVENGERS THE INITIATIVE

After a fatal explosion during a televised fight between the New Warriors and a group of dangerous villains, a federal Superhuman Registration Act was passed. All individuals possessing paranormal abilities must now register with the government via the Initiative, a plan for training and policing super heroes in this brave new world, positioning a local super hero team in each of America's fifty states.

NORMAN OSBORN

TASKMASTER

THE HOOD

TIGRA

DIAMONDBACK

CONSTRICTOR

Osborn utilized the Initiative to his own ends, promoting the assassin Taskmaster and The Hood to senior staff positions while ousting veteran members Gauntlet, Tigra and the former New Warriors, who then assembled to form the Avengers Resistance to oppose him. Osborn also began filling the ranks of the Fifty State Initiative with an army of "reformed" villains, trained by Taskmaster at Camp H.A.M.M.E.R., while secretly plotting world domination with a villainous Cabal that includes The Hood, Dr. Doom and the Norse god, Loki.

After the Resistance's assault on Camp H.A.M.M.E.R. for a rescue mission, the true allegiances of both teams' members become apparent, especially Diamondback's. As an agent for the Resistance, her relationship with Constrictor is proving to be a potentially fatal conflict for everyone involved.

Wanting to fill recent vacancies in the Cabal with more easily controlled allies, Osborn invited Taskmaster to join the secret society. Now promoted, Taskmaster must lead the Initiative as Osborn orders all of his operatives to lay siege to Asgard!

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THINGS'VE ALWAYS COME EASY FOR ME.

I WAS A KID WHEN I FIGURED OUT I HAD ***PHOTOGRAPHIC REFLEXES.*** THAT'S LIKE PHOTOGRAPHIC MEMORY, BUT FOR THE BODY.

I JUST HAVE TO SEE SOMETHING DONE ONCE...

...AND I CAN DUPLICATE IT. ***PERFECTLY.***

THAT WAS MY LIFE. SOMEONE ELSE PUT IN THE WORK...THE SWEAT, THE BLOOD, THE PAIN...

...AN' I CASHED THE CHECK.

I PROBABLY COULDA GONE TO THE OLYMPICS, OR THE MAJOR LEAGUES. BUT ALL THAT **BORED** ME. YOU HAD TO PLAY NICE. NO "I" IN "TEAM."

WELL, THERE'S AN "I" IN "**TASKMASTER.**" (FIGURATIVELY SPEAKIN'.) SO I LOOKED FOR SOMETHIN' MORE UP MY ALLEY...AN' FOUND THE **MASKS.**

I THOUGHT ABOUT BECOMIN' ONE OF 'EM MYSELF. BUT IT LOOKED LIKE A LOTTA WORK FOR NO MONEY. AN' I LIKED IT BETTER THE OTHER WAY AROUND.

THING IS, BEIN' ONE'A THE **BAD GUYS** EARNS YOU BEATINGS AND JAIL TIME.

I WASN'T **AFRAID.** I ALWAYS FIGURED I COULD TAKE 'EM... DAREDEVIL, SPIDER-MAN, ALL'A THOSE PUNKS.

THEY GET TIRED. THEY MISS. THEY HAVE BAD DAYS. NOT ME. THE HUNDREDTH TIME I MAKE A MOVE IS AS SWEET AS THE FIRST.

BUT WHY TAKE CHANCES? THE PHOTOGRAPHIC REFLEXES ARE GREAT, DON'T GET ME WRONG... BUT MY **REAL** TALENT IS KNOWIN' HOW TO PLAY **SMART.**

AND THE SMART MOVE WAS TO STAY UNDER THE RADAR. KEEP A LOW PROFILE. LET SOMEONE **ELSE** STICK **THEIR** NECK OUT.

I SAW A NEED IN THE MARKET. THE BLACK HATS...**DR. OCTOPUS,** THE **KINGPIN**...GUYS LIKE THAT NEED MUSCLE. **HENCHMEN.**

THEY CAN'T BE **TOO** SMART, OR THEY WOULDN'T BE DOING IT. BUT THEY GOTTA HAVE **SOME** BASIC SKILLS TO BE ANY USE. MEANING SOMEONE'S GOTTA **TEACH** 'EM.

THAT WAS **ME.** I TRAINED 'EM AND HIRED 'EM OUT TO GUYS LIKE **THE OWL.** CHARGED THE MUSCLEHEADS TUITION AND THE CLIENTS A FINDER'S FEE.

THEY PULLED THE JOBS. THEY TOOK THE LUMPS. THEY DID THE TIME. I GOT **PAID.**

I AIN'T GONNA LIE. SOMETIMES IT GOT TO ME... SEEIN' SOME PUTZ I TRAINED MAKE THE BIG TIME, WHILE I STAYED ON THE SIDELINES. 'SPECIALLY WHEN I KNEW I WAS **BETTER**.

...AUTHORITIES IDENTIFIED **BROCK RUMLOW**, BETTER KNOWN AS THE ASSASSIN **CROSSBONES**, AS THE MAN WHO SHOT CAPTAIN AMERICA...

I TAUGHT HIM TO SHOOT!

I BELIEVE YOU, BABY.

BUT I GOT SOMETHIN' A LOT OF GUYS IN THIS BUSINESS DON'T. **SENSE**.

THEY'D GET KILLED, OR LOCKED UP, OR HIT SO MANY TIMES IN THE HEAD THEIR WIVES HADDA PIN THEIR NAME AN' ADDRESS TO THEIR SHIRT BEFORE THEY LEFT THE HOUSE.

NOT ME. THE FEW TIMES I GOT PINCHED, I CUT A DEAL WITH UNCLE SAM. 'CAUSE I HAD A **MARKETABLE SKILL**. SOMEONE **ALWAYS** NEEDED TRAINING.

I NEVER GOT FAMOUS. NEVER GOT **TONY STARK**-RICH. BUT I ATE STEAK WHEN I WANTED AN' BOUGHT A NEW CAR EVERY YEAR.

AND WHEN THE GOVERNMENT STARTED THE **INITIATIVE**, TRYIN' TO PUT SUPER HEROES IN EVERY STATE, I WAS SUDDENLY EMPLOYEE OF THE MONTH.

THEN **NORMAN OSBORN**--THE FRIGGIN' **GREEN GOBLIN**--WEASELED HIS WAY INTO BEIN' **DIRECTOR OF NATIONAL SECURITY**.

NOW **HE** THOUGHT **BIG**. PASS OFF **EX-CONS** AS INITIATIVE HEROES. TELL THE PEOPLE YOU'RE **PROTECTIN'** 'EM WHILE YOU **ROB 'EM BLIND**.

HE PUT ME IN CHARGE OF THE INITIATIVE'S TRAINING CAMP. THE WHOLE SHEBANG. I HAD IT **MADE**.

I FINALLY HAD RESPECT **AND** SECURITY. THESE OTHER MOOKS ANSWERED TO ME. THEY GOT THE GRIEF... I GOT THE **GLORY**.

LIFE WAS **EASY**.

IT AIN'T EASY NO MORE.

# Seize The Day

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The H.A.M.M.E.R. Helicarrier.

Hours Earlier.

YOU'VE GOTTA BE KIDDING ME. WE'RE INVADING ASGARD?

THIS IS WHAT YOU WERE HINTING AT IN YOUR LETTER?

AND WHO WRITES LETTERS ANYMORE ANYWAY? WHAT ARE YOU, EIGHTY?

SERIOUSLY, DUDE. YOU COULDNT'VE GIVEN US MORE OF A HEADS UP?

SHH! DIAL IT DOWN, CONSTRICTOR! YOU WANNA GET US ALL KILLED?

WHAT WERE YOU GONNA DO? RUN? OSBORN WOULDA SENT BULLSEYE AND THE SENTRY AFTER YOU. MOUNTED YOUR HEAD ON HIS GOLF BAG.

MAYBE ME AND DIAMONDBACK WOULD'VE TAKEN OUR CHANCES! THESE ARE THOR'S PEOPLE WE'RE TALKING ABOUT! GODS! IT'S SUICIDE!

SMALL "G" GODS. I FOUGHT THOR. HE WASN'T ALL THAT.

THAT'S NOT WHAT I HEARD. I HEARD YOU *RAN* LIKE CHEAP MASCARA.

YOU LYING--

ASP. QUICKSAND. SAVE THE CATFIGHTS FOR PAYING CUSTOMERS.

RELAX, ALL OF YOU. THOR'S, LIKE, THE ***BRUCE LEE*** OF ASGARD. OSBORN SAYS MOST ASGARDIANS ARE ONLY ABOUT AS TOUGH AS ***SPIDER-MAN.***

BLACK MAMBA'S RIGHT. AND WE'VE GOT SOME HEAVY HITTERS ON OUR SIDE, TOO. THE ***SENTRY*** CAN HANDLE THOR.

CAN I TALK TO YOU ***ALONE*** FOR A MINUTE, RACHEL?

OOH-OOH, LOVER'S QUARREL!

ARE YOU ***NUTS?*** WE'RE JUMPING INTO A ***WOOD CHIPPER*** HERE! IMMORTAL FRICKIN' ***VIKINGS*** WITH ***GIANT AXES!***

YOU'RE A ***GYMNAST*** WHO THROWS ***FAKE DIAMONDS*** AT PEOPLE! I'M TRYING TO KEEP YOU FROM GETTING ***KILLED!***

I DON'T ***NEED*** YOUR PROTECTION, FRANK. I TRAINED WITH ***CAPTAIN AMERICA.***

SPEAKIN' OF...YOU FORGET YOU'RE A SPY FOR THE ***GOOD GUYS?*** WHY'RE YOU SO HOT TO TAKE ON ONE OF YER OWN?

BECAUSE THIS COULD BE A DISASTER ON THE LEVEL OF ***CHERNOBYL.*** I HAVEN'T BEEN ABLE TO REACH MY...***CONTACTS...***

...BUT THEY'LL NEED SOMEONE ON THE INSIDE IF THEY'RE GOING TO PUT A ***STOP*** TO THIS INSANITY BEFORE OKLAHOMA'S ***WIPED OFF THE MAP.***

YEAH? AND HOW D'YOU KNOW WE'LL ***SURVIVE*** UNTIL THE CAVALRY SHOWS UP?

BECAUSE, FRANK, IF WE DON'T ***PANIC***...WE HAVE THE SKILLS TO ***DO*** IT.

I HOPE YOU'RE RIGHT, BABE. I REALLY HOPE YOU'RE RIGHT...

FRANK. GOT A SEC?

LISTEN. I KNOW HOW YOU FEEL. I BEEN COMIN' TO GRIPS WITH IT FOR A FEW DAYS NOW.

YOU AN' ME, WE'RE A LOT ALIKE. LEVEL HEADS. COMMON SENSE. NOT LIKE A LOTTA GUYS IN THIS BUSINESS.

BUT Y'KNOW WHAT? MAYBE THAT'S THE PROBLEM.

I BEEN SPENDIN' TIME WITH THE BIG BOYS. OSBORN. THE SENTRY. DOCTOR FRIGGIN' ***DOOM***.

AND LET ME TELL YOU THIS: THE SUPERSTARS ARE ***NOT*** JUST LIKE US. THOSE #$%@% ARE ***CRAZY***.

WE ***AREN'T***. AN' THAT'S WHAT'S HELD US ***BACK***.

THAT DOESN'T MAKE ANY SENSE.

WHY D'YOU THINK PSYCHOS LIKE ***BULLSEYE*** AND ***VENOM*** GET ALL THE RESPECT, WHEN ***WE'RE*** THE PROS WHO GET THE JOB DONE RIGHT?

IT'S 'CAUSE THEY GOT ***CHARISMA***. THEY LAY IT ALL OUT THERE. THEY ***WANT IT MORE***. THEY'RE ***ONE HUNDRED PERCENT COMMITTED***.

THEY SHOULD ***BE*** COMMITTED.

MAYBE. OR MAYBE ***OUR*** ATTITUDE IS THE REASON WE'VE NEVER GONE PAST A CERTAIN POINT.

BULLSEYE'S THE MAN WHO KILLS DAREDEVIL'S GIRLFRIENDS. VENOM EATS PEOPLES' ARMS ON TV. YOU AND ME... WE'RE *"PROFESSIONALS."* THAT'S LIKE A BROAD CALLING YOU A *"NICE GUY."*

BUT NOW WE'RE IN A SITUATION WHERE WE GOT NO OTHER CHOICE. SO LET'S ***EMBRACE*** IT.

LET'S GO OUT THERE AN' LEAVE IT ALL ON THE FIELD. BE THE GUYS WHO WENT INTO ***THOR'S HOUSE*** AND MADE IT OURS.

I...I GUESS.

DON'T GUESS. ***KNOW***. TODAY'S THE DAY, FRANK. PROBABLY OUR LAST SHOT AT ***BEIN' SOMEBODY***.

I DUNNO ABOUT YOU, BUT I'M GONNA ***GRAB*** IT.

Asgard.

MOTHER O' GOD.

THIS IS CRAZY. THEY AIN'T *HUMAN*. I DON'T *BELONG* HERE.

THIS IS HOW THOSE POOR SAPS I SENT INTO THE ***NEGATIVE ZONE*** MUST'A FELT. "WHAT GOES AROUND COMES AROUND," DAD USED TO SAY...RIGHT BEFORE HE'D FIRE UP HIS ZIPPO LIGHTER AND--

*NNAAH!* OUTTA MY WAY!

THIS ISN'T *RIGHT!* I SHOULDN'T *BE* HERE! *NONE OF US SHOULD* BE HE--

--URK!

THUNK

AND THAT'S ENOUGH'A *THAT.*

THOSE LOSERS DIED IN THE NEGATIVE ZONE 'CAUSE THEY'RE *LOSERS*.

I AIN'T ABOUT TO GO OUT LIKE THAT.

I BEEN *MANAGEMENT* TOO LONG. *THAT'S* THE PROBLEM...WHAT BIT ME IN THE ASS OVER THE LAST *COUPLE YEARS*. I BEEN LETTIN' *OTHER* PEOPLE GET DIRTY FOR ME.

FORGOT WHAT THE SMELL'A *BLOOD'S* LIKE. BEIN' UP TO YER ANKLES IN SOMEONE ELSE'S *INSIDES*.

BUT IT'S COMIN' *BACK* TO ME.

I'M THE #$%$ *TASKMASTER*.

AN' IT'S TIME TO TAKE SOME FOLKS TO SCHOOL.

Avengers Resistance Headquarters. Earlier.

Night Thrasher

Tigra

Justice

Ultragirl

GUYS, LISTEN. THOSE SUSPICIOUS DEPOSITS WE FOUND IN THE U-FOES' BANK ACCOUNT...

...I'VE BEEN TRYING TO FIGURE OUT WHAT THEY'RE ALL ABOUT, AND--

DON'T BOTHER, DONYELL.

WE ALREADY DID.

...DEATH TOLL STANDS AT TWO THOUSAND AND RISING AT SOLDIER FIELD IN CHICAGO, WHERE INITIATIVE SUPERHUMANS, THE **U-FOES**, CLASHED WITH AN UNIDENTIFIED MAN...

Soldier Field Slaughter

...REPUTED TO BE A RESIDENT OF **ASGARD**, HOME OF THE FORMER AVENGER THOR, AND A RACE OF BEINGS WHO CLAIM TO BE THE LEGENDARY **NORSE GODS**.

SINCE ASGARD RELOCATED TO THE SKY ABOVE BROXTON, OKLAHOMA, ITS RESIDENTS HAVE BEEN INCREASINGLY ACTIVE IN THE UNITED STATES...

HOW-- WHEN DID THIS **HAPPEN?**

YESTERDAY. THIS IS THE FIRST WE'VE HEARD OF IT. GUESS THAT'S WHAT HAPPENS WHEN YOU'RE IN HIDING. OR JUST... DISTRACTED.

...WHILE QUESTIONS HAVE BEEN RAISED ABOUT THE U-FOES' RESPONSIBILITY IN THE DISASTER, THEY PLACED THE BLAME SQUARELY ON THE ASGARDIAN.

WE'RE HIGHLY TRAINED INITIATIVE PERSONNEL. WE **KNOW** HOW TO CONTROL OUR POWERS. THAT ASGARDIAN **DID** SOMETHING.

CALL IT MAGIC, CALL IT SCIENCE WE DON'T UNDERSTAND... THEY HAVE **ABILITIES**. THAT **SWORD** OF HIS... WELL, YOU'VE SEEN WHAT THOR'S **HAMMER** CAN DO. NEED I SAY MORE?

THE DISASTER AT SOLDIER FIELD IS WHY THE INITIATIVE EXISTS. BECAUSE **THIS** IS WHAT HAPPENS WHEN UNLICENSED, UNTRAINED BEINGS WITH THAT KIND OF **POWER** LIVE AMONG US.

The U-FOES' Vapor

INITIATIVE FORCES ARE CURRENTLY MEETING TO DISCUSS A **RESPONSE** TO THIS HORRIFIC LOSS OF LIFE.

ONE CAN'T HELP BUT THINK BACK TO THE TRAGEDY IN STAMFORD, CONNECTICUT, WHERE OVER SIX HUNDRED DIED IN A BATTLE BETWEEN THE YOUTHFUL **NEW WARRIORS** AND--

THERE. DON'T YOU SEE? DON'T YOU SEE WHAT THEY'RE **DOING?**

A BUNCH OF **CRIMINALS** BLEW UP STAMFORD FIGHTING OUR OLD TEAM. OUR **FRIENDS**.

THE **NEW WARRIORS** GOT **BLAMED** FOR IT. PEOPLE GOT **SCARED** OF US. AND THE **SUPERHUMAN REGISTRATION ACT** WAS PASSED.

WE CAN ARGUE ABOUT WHETHER REGISTRATION'S GOOD OR BAD, BUT STAMFORD IS WHAT CREATED THE ATMOSPHERE THAT PUT **NORMAN OSBORN** IN CHARGE OF NATIONAL SECURITY.

AND OSBORN **KNOWS** IT.

THE DEPOSITS THE U-FOES MADE TO THEIR BANK ACCOUNTS... THEY WERE BIG. THEY WERE SECRET. THEY WERE **PAYOFFS**.

*NORMAN OSBORN JUST STAGED HIS OWN STAMFORD.*

I...I KNOW WHAT OSBORN **USED** TO BE. BUT...I MEAN, YOU REALLY THINK HE'D KILL ALL THOSE PEOPLE JUST...FOR **WHAT?** TO KEEP US **SCARED?**

EXACTLY. AND TO GIVE HIMSELF AN EXCUSE TO DO WHATEVER HE WANTS.

HE OBVIOUSLY DIDN'T LIKE HAVING THOR AND HIS PEOPLE SO CLOSE BY. SO HE MANUFACTURED A REASON TO GET RID OF THEM.

GUYS... LOOK.

...INVASION OF ASGARD HAS BEGUN. REPEAT, H.A.M.M.E.R. FORCES ARE ASSAULTING ASGARD AT THIS VERY MOMENT--

Battle In Broxton

ULTRAGIRL, ROUND UP THE OTHERS. TIGRA, SEE IF YOU CAN CONTACT CLINT BARTON, HANK PYM, ANY OF THE UNDERGROUND AVENGERS...THOR'S GOING TO NEED FRIENDS RIGHT NOW.

MY THOUGHTS EXACTLY.

WE'RE GOING THERE? TO ASGARD?

MAYBE. BUT THAT'S A BATTLE. I WANT TO WIN THE *WAR*.

FOR THE PEOPLE WHO DIED IN STAMFORD...FOR 'NITA, FOR DWAYNE...FOR *ALL OUR DEAD FRIENDS*...

...WE ARE *NOT* GOING TO LET THEM DO THIS.

ALL THE DATA YOU'VE GOT--THE U-FOES' PAYOFFS, THEIR LINKS TO OSBORN--I WANT IT E-MAILED TO EVERY NEWS OUTLET FROM FOX TO AL-JAZEERA.

WE'RE GOING TO *EXPOSE* OSBORN FOR WHAT HE IS.

I'M ON IT. BUT YOU KNOW OSBORN'S GONNA HAVE EXCUSES FOR EVERYTHING...AND A DOZEN FLUNKIES TO BACK UP WHATEVER HE SAYS.

I KNOW. WHICH IS WHY WE'RE TAKING ADVANTAGE OF THE FACT THAT A HUGE CHUNK OF THE INITIATIVE IS BUSY ATTACKING ASGARD.

WE'RE GOING TO THE PLACE WHERE OSBORN KEEPS HIS DIRTY LITTLE SECRETS AND DRAG 'EM OUT INTO THE LIGHT.

WE'RE GOING TO CAMP H.A.M.M.E.R.

AND WE'RE GOING TO SHUT IT DOWN.

LOOKS LIKE TASKMASTER GOT OVER HIS BUTTERFLIES.

Asgard.

I KNEW HE WOULD. THAT'S WHAT HE WAS LIKE WHEN HE FIRST TRAINED ME.

HE TRAINED YOU TOO?

NOT A EUPHEMISM. JUST TRAINED.

LOOK OUT!

I HAD HIM.

YOU GET IN TOUCH WITH YOUR PEOPLE YET?

NO. THIS PLACE, THERE'S SOME KIND OF INTERFERENCE--

STAY HERE. KEEP YOUR HEAD DOWN.

UGH! DO YOU EVEN KNOW HOW MUCH I HATE THE WAY YOU'RE ACTING RIGHT--

DOWN.

MACHO JERK. STEVE NEVER ACTED LIKE THIS.

TRY TO REACH TIGRA ONE MORE TIME, THEN I'M--

--WHAT THE HELL IS THIS WIND?

OH.

FABOOM

SEE? SENTRY WILL TAKE OUT THE THUNDER DOPE!!

I TOLD YOU!

EVERYONE CLASS FIFTY OR HIGHER GET DOWN THERE! NOW!

I WANT THOR BURIED!

WHERE THE HELL ARE YOU GOING? HE SAID CLASS--

I KNOW WHAT HE SAID.

GO TAKE CARE'A YOUR GIRL.

RACHEL! I NEED YOU TO STAY--

RACHEL...?

THIS IS SUICIDE.

MOONSTONE. IRON PATRIOT. THE U-FOES. THE SENTRY.

AND ME, A GYMNAST WHO THROWS FAKE DIAMONDS.

BUT IF THERE'S A CHANCE OF STOPPING THIS, WE'LL NEED THOR. OUR SIDE--THE REAL AVENGERS--WE NEED SOMEONE TO MAKE SURE THEY DON'T--

OH MY GOD.

THEY'RE KILLING HIM.

THEY'RE *KILLIN'* HIM.

THIS. *THIS* IS WHERE I MAKE MY REP.

(IF THAT IDIOT *X-RAY* DOESN'T GIVE ME CANCER.)

*NO*. DON'T *THINK* LIKE THAT. *OSBORN* DOESN'T THINK LIKE THAT.

YOU *BELONG* HERE. YOU *DESERVE* THIS. AS MUCH AS ANY OF 'EM.

NO MORE *HESITATION*. NO MORE *QUESTIONS*.

I DON'T KNOW WHAT TO *DO*...

IF I HELP THOR THEY'LL KILL ME. AND I'M NOT SURE ANYTHING I HAVE CAN EVEN *HURT* ANYONE HERE. WOULD IT EVEN BUY HIM A *SECOND*?

(COULD HE GET UP IN TIME TO SAVE ME?)

I WISH FRANK WERE HERE. NO. NO, I'M LYING. I WISH *STEVE* WERE HERE...

DAMN IT, RACHEL, MAKE A *DECISION* OR...

...TODAY'S THE DAY THOR *DIES*.

YOU WERE HERE. YOU WERE PART OF IT.

AND NOBODY WILL EVER FORGET WHAT YOU DID.

To Be Continued!

# AVENGERS®: THE INITIATIVE

## SIEGE™

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33

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# AVENGERS THE INITIATIVE

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After discovering strange transactions happening within the Initiative, the Avengers Resistance--led by Justice, Tigra, Ultragirl, and Night Thrasher--realized that Initiative members were paid off to cause an incident reminiscent of the Stamford tragedy. An incident that led to the siege of Asgard! Now, with the siege well underway, Taskmaster set out to prove himself by taking part in the assault on the mighty Thor!


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Then.

YOU'RE GOIN' DOWN, DWAYNE!

THWAM

WHAT'S THE MATTER WITH YOU?

FIGHT BACK!

WHUD

NO, DONYELL. YOU'RE MY BROTHER. I'LL NEVER RAISE A HAND TO YOU AGAIN.

I UNDERSTAND YOUR RESENTMENT. I'M ANGRY AT OUR FATHER, TOO.

FOR CHEATING ON MY MOTHER. FOR PAYING OFF YOUR MOTHER TO KEEP YOU OUT OF HIS LIFE. FOR DEPRIVING ME OF THE BROTHER I ALWAYS WANTED.

BUT HE'S DEAD, DONYELL. HE'S BEEN DEAD FOR YEARS.

YOU'VE BEATEN ME BLOODY. TAKEN MY GIRL. IF THERE'S SOMETHING ELSE YOU NEED TO DO TO GET PAST YOUR ANGER, *DO IT*. I WON'T STOP YOU.

OR WE CAN BOTH QUIT TRYING TO PROVE SOMETHING TO A MAN MORE THAN TEN YEARS IN THE GROUND...

...AND FIND OUT WHAT IT'S LIKE TO BE *FAMILY*.

DAMN YOU, DWAYNE.

ALL THIS TIME AND I'M *STILL* TRYING TO PROVE MYSELF TO A DEAD MAN.

*NORMAN OSBORN* SAYS THEY CAN BRING YOU *BACK*. THEY CLONED YOUR BODY. *THE HOOD* SAID HE CAN PUT YOUR *SOUL* IN IT. ALL I HAVE TO DO IS *STAB MY TEAMMATES IN THE BACK*.

I KNOW YOU. EVEN IF THEY *CAN* DO IT, I KNOW YOU'D COME BACK *HATING* ME FOR BETRAYING OUR FRIENDS.

BUT I'D HAVE A *BROTHER* AGAIN.

AIN'T DECIDED WHAT I'M GONNA DO YET...

DWAYNE TAYLOR
NIGHT THRASHER

Now.

Camp H.A.M.M.E.R.
The Initiative's
Training Facility.

Scarlet Spider

Ultragirl

Justice

"...BUT I GUESS I BETTER FIGURE IT OUT."

Night Thrasher

Gauntlet

Tigra

Rage

# THE HAMMER FALLS PART 1 OF 3

The Hood's Office.

I WANT *ALL* MY GUYS OUT THERE. MY GUYS *ONLY*. EVERYONE WHO WAS IN THE INITIATIVE WHEN *STARK* WAS RUNNING IT STAYS CONFINED TO QUARTERS. WE CAN'T TRUST THEM.

The Hood

WHAT ABOUT *PENANCE?*

CONFINED TO QUARTERS UNDER *ARMED GUARD*. YOU *HEAR* ME, RAZOR-FIST? THAT FREAK'S A LOOSE CANNON. HE MOVES, THEY *SHOOT*.

COPY THAT. YOU WANT ME TO SEND WORD TO MR. OSBORN AND TASKMASTER?

DON'T BOTHER. EVEN UNDERMANNED, WE'VE GOT THEM OUTNUMBERED AND OUTGUNNED...NOT TO MENTION AN *ACE IN THE HOLE*.

BESIDES, OSBORN AND TASKMASTER...

Baron Von Blitzschlag

Broxton, Oklahoma.
Beneath Asgard.

"...THEY HAVE OTHER THINGS ON THEIR MINDS."

WHAT ARE YOU GRINNING AT?

I...WE BEAT HIM. WE BEAT THOR.

IN FRONT OF CAMERAS. NOW EVERYONE'S GONNA KNOW WHO'S IN CHARGE.

THEY KNOW THAT ALREADY. WHEN THEY LOOK AT ME.

YOU DEFIED ORDERS. HAD NO BUSINESS BEING IN ON THIS. IF YOU THINK THOR EVEN NOTICED YOUR PATHETIC LOVE TAPS, YOU ARE OFF-YOUR-MEDS DELUSIONAL.

THERE'S STILL A HUNK OF ROCK THE SIZE OF BROOKLYN FLOATING ABOVE, FILLED WITH IMMORTALS WHO HAVE TO BE PUT DOWN. GO DO YOUR JOB THERE. WHERE YOU MIGHT CONCEIVABLY PROVE USEFUL.

AM I UNDERSTOOD?

...

...YES SIR, MR. OSBORN.

I GUESS THAT GOES DOUBLE FOR ME. I'LL JUST--

NO, DIAMONDBACK.

YOU STAY.

UH...YES, SIR.

I'M DELUSIONAL?

OSBORN'S *CRACKIN' UP*. I THOUGHT HE HAD A *PLAN*, BUT HE'S JUST A DOG MARKIN' HIS TERRITORY. A *PARANOID* DOG WHO THINKS EVERYONE'S OUT TO *GET* HIM.

THIS WAS SUPPOSED TO PUT ME IN THE BIG LEAGUES. BUT AIN'T NO ROOM THERE FOR ANYONE BUT NORMAN. IN HIS WORLD, I'M EITHER HIS *STOOGE* OR A *TRAITOR*.

IF I DON'T PLAY THIS SMART, I'M GONNA GET *KILLED*. ONLY QUESTION IS BY *WHO*...

*IMPRESSIVE*, MORTAL. THY SKILL INCREASES WITH EACH STROKE... FAIR RIVALS MY OWN.

BUT FANDRAL HAS AN ASSET YOU CANNOT BOAST...

...FRIENDS. MAY I PRESENT *HOGUN THE GRIM*.

*BRIGAND*.

AH, HELL.

BKRAMM

BEGONE FROM OUR HOME...

...OR REMAIN ETERNALLY!

Below.

HE ORDERED ME TO STAY.

THAT *CAN'T* MEAN ANYTHING GOOD.

THOR. MY NAME IS **NORMAN OSBORN.** AND YOU ARE UNDER ARREST FOR TREASON AGAINST THE UNITED STATES GOVERNMENT.

MAYBE HE WANTS ME HERE FOR SHOW. BECAUSE I USED TO BE *CAPTAIN AMERICA'S* PARTNER. HE THINKS I ADD LEGITIMACY TO THIS...THIS *SLAUGHTER.*

MAYBE HE *ISN'T* GOING TO HAVE ME *SHOT* AS SOON AS HE'S SURE THOR IS DOWN.

YEAH. AND MAYBE MY HAIR'S *NATURALLY* PINK.

STOP IT. IT DOESN'T MATTER. ALL IT MEANS IS I'VE GOT THAT MUCH MORE REASON TO QUIT STANDING HERE LIKE AN IDIOT AND DO SOMETHING.

IF I'M GOING TO DIE TODAY, I'LL DIE HELPING A REAL AVENGER--

--I'LL BE DAMNED. THAT'S MARIA HILL.

THE EX-DIRECTOR OF S.H.I.E.L.D. CHARGING OSBORN WITH A PICKUP TRUCK AND A SHOULDER-MOUNTED MISSILE.

SHE'S SUICIDAL.

SHE'S BEAUTIFUL.

I FEEL PRETTY, MYSELF.

OKAY, HERE'S WHERE MY EXPLOSIVE DIAMONDS DO THAT SOMETHING.

WHA--?

KABOOM

Constrictor

WHAT IS WRONG WITH YOU?!

FRANK?

WE'VE GOT TO GET YOU OUT OF HERE!

STOP IT! JUST *STOP!*

LISTEN TO ME, RACHEL. *YOU* MAY NOT CARE IF YOU LIVE OR DIE, BUT *I DO.*

*YOU* ONLY CARE ABOUT *YOURSELF*. OR YOU'D *LISTEN* TO ME WHEN I TALK TO YOU.

I WILL *NOT* STAND BY WHILE OSBORN KILLS THE LAST OF WHAT'S GOOD IN THIS WORLD.

YOU DON'T GET IT. YOU AND ME, WE GOT NO SAY IN WHAT HAPPENS.

THESE ARE GODS AND *OMEGA-LEVEL POWERS* SMACKING INTO EACH OTHER. YOU HAVE *NO BUSINESS* HERE. ALL YOU CAN DO IS GET YOURSELF *KILLED.*

THIS MAN *INFURIATES* ME.

HE TREATS ME LIKE A *CHINA DOLL*. AND I DON'T KNOW WHAT BOTHERS ME MORE. THE WAY HE ACTS, OR THAT HE'S DOING IT BECAUSE HE *LOVES* ME.

FACE IT, RACHEL. YOU JUMPED INTO BED WITH THIS GUY BECAUSE YOU WERE A DOUBLE AGENT BEHIND ENEMY LINES, TERRIFIED OF GETTING CAUGHT.

YOU WERE LOOKING FOR COMFORT SOMEWHERE. *ANYWHERE*. AND FRANK WAS A TROUBLED BAD BOY WITH A DECENT MAN BURIED INSIDE. JUST LIKE THE GUYS YOU *USED* TO GO FOR...

...BEFORE *STEVE*.

IMAGINE WHAT THAT'S LIKE FOR FRANK. COMPETING WITH THE MEMORY OF *CAPTAIN AMERICA*...OUR GREATEST HERO, WHO DIED AND WAS PRACTICALLY *SAINTED*.

FRANK *LOVES* YOU. AND YOU CAN'T EVEN TELL HIM YOU LOVE HIM BACK. BECAUSE YOU *DON'T KNOW*.

IS FRANK THE GUY YOU WANT TO SPEND THE REST OF YOUR LIFE WITH...

OR SHOULD YOU GET AS FAR AWAY FROM HIM AS POSSIBLE BEFORE THE HAMMER FALLS?

LOOK. THOR'S GETTING AWAY. NONE OF THE OTHERS SAW WHAT YOU DID. THEY'RE ALL HEADED BACK TO THE BATTLE.

THIS IS GOOD. THIS IS *GREAT*. NOTHING'S HAPPENED WE CAN'T ROLL WITH. NOTHING WE CAN'T--

--SURVIVE...

"FRANK, THAT'S ***ARES***. BUT HE'S ONE OF NORMAN'S AVENGERS. WHY IS HE--"

"I'M GUESSING OSBORN'S GIVEN ***EVERYONE*** REASON TO WANT HIM DEAD. BUT THIS IS BAD, RACHEL. THIS IS ***REALLY*** BAD.

"'CAUSE FROM WHAT TASKMASTER TOLD ME, OSBORN'S GOT A MAD GOD ON ***HIS*** SIDE, TOO."

"THE *SENTRY*? BUT HE WAS ONE OF THE *REAL* AVENGERS. ONE OF *US*."

"BABE...I AIN'T SURE WHAT HE *WAS*, BUT I CAN TELL YOU WHAT HE'S *NOT*. AND THAT'S *ANYTHING LIKE US*."

"LOOK AT HIS EYES... *DEAD BLACK*. THERE'S SOMETHING WRONG WITH HIM, FRANK. SOMETHING--"

"WAIT. LOOK AT SENTRY TEAR INTO HIM. HE'S NOT GOING TO--"

*DAMN.*

*SHHRRIPP*

OD'S BLOOD. LORD ARES...

...IS *HAMBURGER HELPER*. I *KNEW* IT.

THIS. *THIS* IS WHAT HAPPENS WHEN LUNATICS RUN THE SHOW.

SENTRY WAS A FEW BEERS SHORT OF A CASE ***BEFORE*** OSBORN GOT HIS HOOKS IN HIM. NOW HE'S ***TOTALLY OFF THE CHAIN.***

THIS COULDA BEEN A ***WIN*** FOR US. A ***DECISIVE*** WIN. BUT THE LONGER IT GOES, THE MORE CHANCE IT HAS OF TURNIN' INTO ***VIETNAM.***

BOB! TAKE TO THE CITY. GIVE THOR HIS WISH.

YER ***KIDDIN'*** ME. HE'S GONNA LET THAT MONSTER LOOSE AROUND ***CIVILIANS?***

FORGET VIETNAM. THIS IS GONNA TURN INTO ***HIROSHIMA***. I GOTTA GET OSBORN'S FOCUS BACK ***THIS*** WAY SOMEHOW...

OKAY. ***THAT*** MIGHT DO IT.

OSBORN, YOU MIGHT WANT TO TURN AROUND.

WHAT ARE YOU--?

OH MY GOD...

...STEVE??

HUH.

THIS JUST GOT INTERESTING.

Camp H.A.M.M.E.R.

IT'S WORKING.

JUSTICE WAS RIGHT. THEY'RE UNDERMANNED.

REINFORCEMENTS WOULD'VE BEEN HERE BY NOW...IF THERE *WERE* ANY.

--URK!

THEY ONLY HAVE TWO FLIERS! PICK 'EM OFF AND WE GOT *AIR SUPREMACY*--

AND NOW IT'S TOO LATE. SCARLET SPIDER'S JACKED THEIR SYSTEMS. HIS "FATHER" THE BARON, DESIGNED 'EM, AND HE KNOWS HOW THAT CRAZY OLD FOSSIL THINKS.

NOW THEIR COMMS ARE OFF. THEIR PLANES ARE GROUNDED. THEIR WEAPONS ARE DOWN. WE ACTUALLY HAVE A SHOT AT *WINNING* THIS.

IS THAT WHAT I *WANT*?

I KNOW WHAT YOU'RE THINKING.

DAMN!

YOU'RE WONDERING IF I CAN REALLY BRING YOUR BROTHER BACK. YOU HEARD I LOST MY MAGIC.

THE THING ABOUT MAGIC, THOUGH...IT'S LIKE LIFE. ONE DOOR *CLOSES*...

...ANOTHER ONE *OPENS*.

FWHOOM

Penance's Quarters.

WAS THAT AN EXPLOSION?

NOT YOUR CONCERN. ORDERS FROM THE TOP.

IF WE'RE UNDER ATTACK, WHY WOULDN'T THEY WANT ME OUT THERE?

I'M WARNING YOU. THESE GUNS FIRE ***S.P.I.N. TECH*** DARTS. GENETICALLY PROGRAMMED TO ***TAKE AWAY YOUR POWERS.***

AND THEN YOUR NEXT STOP'S THE BARON'S LAB FOR "RE-EDUCATION." WHICH I'M GUESSING INVOLVES ***SCALPELS*** AND BITS OF BRAIN ON THE FLOOR.

SO WE CAN DO THIS ONE OF TWO WAYS. MY WAY, OR MY WAY ***PISSED OFF.***

MAKE THE CALL.

The Courtyard.

PICK A SIDE, DONYELL. OR I'LL PICK FOR YOU.

AND YOUR BROTHER *ROTS* IN THE GROUND.

WHAT THE--?

RRRAGH!

FINALLY!

NO MORE HIDING BEHIND YOUR MEN! NOW YOU PAY!

YOU PAY FOR WHAT YOU DID TO ME!

AGH--!

WHOOM

DECISION TIME, DONYELL.

YOU WANT YOUR BROTHER ALIVE?

I WANT TIGRA DEAD!

To Be Continued!

# AVENGERS®: THE INITIATIVE

## SIEGE™

GAGE • MOLINA • HENNESSY • DELGADO

MARVEL

34

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# AVENGERS THE INITIATIVE

After a fatal explosion during a televised fight between the New Warriors and a group of dangerous villains in Stamford, Connecticut, the U.S. government passed the federal Superhuman Registration Act. All individuals possessing paranormal abilities must now register with authorities via the Initiative, a plan for training and policing superhumans in this brave new world, aiming to position a local super hero team in each of America's fifty states.

TASKMASTER

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Norman Osborn has been utilizing the Initiative to his own ends, not only promoting the assassin Taskmaster and crime boss The Hood to senior staff positions, but also filling the ranks of the Fifty State Initiative with an army of "reformed" villains trained at Camp H.A.M.M.E.R.

Now, Osborn has led his Dark Avengers and the ranks of the Fifty State Initiative into a siege of Asgard, the legendary home of the Norse gods. Amidst the chaos, personal battles wage as Taskmaster confronts his real place in the world, Diamondback struggles with her team and romantic loyalties, and Night Thrasher is forced to make a sacrifice: the life of his brother, or his friends!


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Camp H.A.M.M.E.R.

Night Thrasher

Tigra

The Hood

LAST CHANCE, DONYELL!

YOU WANT YOUR BROTHER BACK...PUT THIS ANIMAL DOWN!

HE CAN DO IT. HE CAN BRING DWAYNE BACK TO LIFE... IF I TURN ON MY FRIENDS.

ALL THOSE YEARS I HAD A BROTHER...THE YEARS I WASTED HATING HIM, FIGHTING HIM...I HAVE THE CHANCE TO MAKE UP FOR THEM NOW.

TO MAKE IT RIGHT FOR DWAYNE. AND ALL I HAVE TO DO...

...IS WHAT HE'D DO.

GOODBYE, BROTHER. I LOVE YOU.

GOT A MESSAGE FROM HEAVEN.

DWAYNE SAYS GO TO HELL!

# THE HAMMER FALLS

## PART 2 OF 3

YOU DISAPPOINT ME, DONYELL. BUT I'M SOFT-HEARTED. I'LL REUNITE YOU WITH YOUR BROTHER ANYWAY.

YOU CAN ROT TOGETHER!

CHOOM

CHOOM

THANKS FOR THAT. BUT THIS IS *PERSONAL*, ME AND HIM.

I GOT A SCORE TO SETTLE, TOO. HOW ABOUT WE BREAK HIM IN HALF, EACH GET A PIECE?

HMM.

WORKS FOR ME!

WHAM

RRAAGH!

SHRRP

IDIOTS. SMALL-TIME D-LIST WASTES.

YOU HAVE NO IDEA WHAT I AM.

I HAVE THE NORN STONES. THE POWER OF GODS.

ON YOUR KNEES!

KRAKOOM

SHRAK

HE'S USING MAGIC-- MAKING THEM STRONGER!

YEAH, I-- NNGH--FIGURED SOMETHING WAS UP WHEN THE RINGER, OF ALL PEOPLE, STARTED KICKING MY ASS.

THAT'S IT, VANCE, SNAP AT SUZI WHEN YOU'RE REALLY MAD AT YOURSELF. IT WASN'T SUPPOSED TO GO LIKE THIS. HALF THEIR GUYS ARE OFF INVADING ASGARD. THEY WERE SUPPOSED TO GO DOWN EASY.

THIS WAS MY CALL. WE WERE SUPPOSED TO WIN FOR ONCE. INSTEAD I'VE LED US INTO A KILL ZONE.

Justice

Ultragirl

Scarlet Spider

Rage

OKAY, SO THEY'RE POWERED UP FROM *EMBARRASSING* TO JUST *PATHETIC!* SO WE WORK A LITTLE *HARDER!*

AIN'T NO PLAN B HERE, PEOPLE! IT'S DO OR DIE TIME!

Gauntlet

JUST LIKE THE *NEW WARRIORS.* I UNITED A BUNCH OF INEXPERIENCED KIDS, THEN LEFT WHEN THE *AVENGERS* GAVE ME A SHOT AT THE BIG LEAGUES.

Slapstick

YEAH! YOU GOLDBRICKS WANNA LIVE FOREVER? SCOTLAND WILL BE FREE! SPARTAANNNS!

AND THEY *DIED.* DWAYNE AND NAMORITA AND SIX HUNDRED INNOCENT PEOPLE. BECAUSE *I WASN'T THERE.*

NOW THE *AVENGERS RESISTANCE* IS GOING TO DIE BECAUSE I RUSHED US INTO A FIGHT WE WEREN'T *READY* FOR. AND WITH THE OTHER AVENGERS IN ASGARD, THERE'S NO ONE I CAN EVEN CALL FOR *HELP...*

## Penance's Quarters.

YOUR MOVE, PENANCE. STAND DOWN, OR WE TAKE AWAY YOUR POWERS WITH THE S.P.I.N. TECH DARTS AND DO A REBOOT ON YOUR *BRAIN.*

YOU GOT 'TIL THE COUNT OF...Y'KNOW WHAT? TO *HELL* WITH IT.

FIRE!!

BRAKKA BRAKKA BRAKKA

WELL, THAT SUCKS.

BWHOOOM

The Shadow Initiative's Quarters.

Butterball

YOU HEAR THAT?

SOMETHING IS HAPPENING. THIS IS OUR TIME TO STRIKE.

Bengal

BUT YOU HEARD THE GUARDS-- WE'RE CONFINED TO QUARTERS. HOW ARE WE SUPPOSED TO--

Batwing

THE INITIATIVE USES YOU GUYS AS CANNON FODDER. IF YOU'RE AS SICK OF IT AS I AM...

...COME WITH ME.

Outside.

FORM ON ME! WE CAN DO THIS!

WHAT, DIE LIKE SLAUGHTER-HOUSE PIGS? YES YOU CAN.

NO TURNING BACK, VANCE. AT LEAST THIS TIME, IF YOU FAIL, YOU DIE WITH YOUR FRIENDS.

I CAN FEEL THOSE FLAMES FROM HERE. LIKE THE SUN. WE CAN'T WIN THIS.

SUZI...RAGE...DONYELL... I'M SORRY. THERE'S SO MUCH I'LL NEVER GET TO MAKE RIGHT. PEOPLE I'VE HURT...MOM... ANGELICA...ROBBIE...

...I'M SORRY I LET YOU DOWN...

BA-BOOM!!

SSSTHNK

WHAT THE HELL--?

THAT'S OUR RESIGNATION.

WE QUIT.

HEY, VANCE...

...LET'S SHOW 'EM HOW WE SPANKED *TERRAX'S* ASS BACK IN THE DAY.

R-ROBBIE?

HOLD UP. ROBBIE *BALDWIN?* DAMN, MAN, WHAT *HAPPENED* TO--

WAIT. *PENANCE* IS *SPEEDBALL?*

WE'LL CATCH UP LATER.

AFTER WE'VE *LEVELED THIS PLACE* TO THE GROUND.

GET OUTTA OUR HOME, YA JERKS!

MORE BODIES? FINE BY ME.

BRING IT.

DEETLE DEET

OH, THIS IS JUST PERFECT.

LISTEN UP! MANDRILL! GRIFFIN! ALL THE BROOKLYN CREW! OSBORN NEEDS US!

NOW? THIS IS NOT A GREAT TIME--

IT IS WHAT IT IS. THIS IS THE *DEAL* WE MADE.

ANYWAY, IT'S NOT JUST *OSBORN* CALLING US. IT'S SOMEONE WHO MAKES ALL WE DO POSSIBLE.

AND IF HE LOSES IN ASGARD, WHAT HAPPENS HERE DOESN'T MEAN *SQUAT*.

WAIT... YOU'RE GONNA *LEAVE US?*

YEAH... *POWERED UP*. YOU GOT THE MUSCLE TO WIN THIS NOW.

WHETHER YOU'VE GOT THE *TALENT...?*

THAT'S ON YOU.

FWASH

NO! GET BACK HERE! YOU DON'T RUN OUT ON ME NOW!

...NOT NOW...

OKAY, PEOPLE...WE GOT A GIFT! LET'S MAKE IT COUNT!

AVENGERS...

Asgard.

...ASSEMBLE!

Constrictor

OKAY. THIS THING'S GONE *TOTALLY* OFF THE RAILS.

NO MATTER WHAT SIDE WINS, HEADS ARE GONNA ROLL. MY JOB NOW IS TO MAKE SURE ONE OF 'EM AIN'T ***MINE.***

Diamondback

Taskmaster

NO SWEAT. I'M THE ***TASKMASTER.*** SAVING MY OWN ASS IS WHAT I DO ***BEST.***

AND I SEE A RED, WHITE AND BLUE ***INSURANCE POLICY*** DEAD AHEAD.

IF OSBORN'S SIDE WINS, IT WON'T HURT TO BE THE GUY WHO SAVED THE BOSS'S ARMOR-PLATED ASS. AND IF WE LOSE...

...IT'S BACK TO THE MERCENARY LIFE. ON THE LAM. GETTIN' BY ON MY REP. SO THE BEST THING I CAN DO IS *BUILD* UP THAT REP.

IT BURNED ME UP THAT CROSSBONES-- A *GUY I TRAINED*--GOT CREDIT FOR KILLIN' CAPTAIN AMERICA. BUT NOW IT LOOKS LIKE I GOT A CHANCE TO MAKE THINGS *RIGHT*.

CAP, BEHIND YOU!

BLAM BLAM

PING

PING

THE HELL IS *THIS*--?

DON'T MATTER.

I WON'T LIE TO YOU, CAPTAIN AMERICA. I'VE BEEN LOOKING FORWARD TO A REMATCH FOR QUITE SOME TIME.

REALLY? I BARELY REMEMBER YOU.

WELL, YOU KNOW YOU'VE LIVED A COLORFUL LIFE IF ***SKULL HEAD*** HERE DOESN'T MAKE AN IMPRESSION.

I'VE MET A FEW SKULL HEADS.

WELL, ***THAT'S*** TRUE.

FUNNY. I GOT A WITTY REJOINDER...

...RIGHT HERE!

KTANG

HNFF!

DAMN!!

A WASTE OF TIME. THAT'S WHAT YOU ARE.

WHUD

BUCK! THIS GUY DUPLICATES FIGHTING STYLES. HE'S STUDIED ME.

HE HASN'T STUDIED YOU.

COPY THAT. GO AFTER OSBORN. I GOT THIS.

HA! KNEW YOU REMEMBERED ME.

THAT'S IT, RUN, YA YELLOW SONOFA--

HEY. YOU WANT A KNIFE FIGHT?

I CAN DO THAT.

JEEZ--!

SHRRP

WAIT A MINUTE. I *HAVE* STUDIED YOU. YOU GOT A BUNCH'A NEW STUFF MIXED IN, BUT I KNOW THOSE MOVES FROM THE NEWSREELS.

YER *BUCKY*. THE ORIGINAL DEAD SIDEKICK... *ALIVE*.

MAN. AIN'T *ANYTHING* SACRED NO MORE?

YEAH...THE *FLAG*. THIS *COUNTRY*. THE *PUBLIC TRUST*.

AND FOR WHAT *YOU* AND *YOUR KIND* HAVE DONE TO THEM...

...I'M TAKING YOU DOWN!

TRY IT!!

SO. WHAT'S IT LIKE BEING THE OLD MAN'S *TOOL*?

FUNNY, I WAS ABOUT TO ASK *YOU* THE SAME--

FWASHH

AH, HELL.

CALL IN ALL THE BACKUP YOU *WANT*--

ME? THOSE *FIGHTER JETS* AIN'T ATTACKIN' *YOUR* RIDE...

"THEY'RE ATTACKIN' *MINE*."

FRANK... LOOK! LOOK THERE!

THOSE ARE *MILITARY PLANES.* SHOOTING DOWN THE *H.A.M.M.E.R. HELICARRIER.* ONLY THE *PRESIDENT* CAN GIVE THAT ORDER.

RACHEL!

LOOK OUT!

AHHHH!

SHZZAKK

ARE YOU--

FINE. MORE'N I CAN SAY FOR VIKING BOY...THAT'S WHAT HE GETS FOR HACKING INTO A GUY WITH *BIONIC ARMS.* YOU GOTTA BE MORE *CAREFUL,* RACHEL.

I KNOW. BUT DO YOU KNOW WHAT THIS *MEANS?* IT MEANS OSBORN FINALLY WENT *TOO FAR.*

YEAH. AND HE'S PAYIN' THE PRICE. CHECK *THAT* OUT.

"NORMAN'S GOING DOWN."

STEVE. AND IRON MAN. OH, THANK GOD... THEY'RE GOING TO *WIN* THIS THING.

ALL THESE TERRIBLE DAYS PRETENDING TO BE PART OF OSBORN'S INITIATIVE ARE OVER. HE AND ALL HIS JAILBIRD CRONIES ARE...

...ARE...

WHAT DO YOU THINK? SHOULD WE RUN FOR IT?

STEVE!!

WHAT THE HELL--?

OH. RIGHT. RACHEL'S ONE OF *THEM*.

SHE WAS JUST *PRETENDING* TO WORK WITH US SO SHE COULD FEED INFO TO THE RESISTANCE.

JUST PRETENDING TO GIVE A DAMN ABOUT A LOSER LIKE *ME*.

FRANK?

FRANK, WHERE ARE YOU--

OH, NO. HE THINKS I'M--

FRANK, DAMMIT, GET OVER HERE!

WE HAVE TO TELL STEVE YOU PROTECTED ME! THAT YOU'RE NOT LIKE THE OTHERS! THAT WE--THAT I--

THAT I LOVE--

BOB! BOB!!

DON'T LET THEM WIN!

Thor

The Sentry

BRING IT DOWN!

BRING IT ALL DOWN!!

FRANK--

RACHEL...

FABOOOOM

# SHIELD

To Be Concluded!

# AVENGERS®: THE INITIATIVE

## SIEGE™

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35

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Now, Osborn has led his Dark Avengers and the ranks of the Fifty State Initiative into a siege of Asgard, the legendary home of the Norse gods. Both sides improved their ranks with the arrivals of Captain America and his Avengers, and the Hood and his gang. In desperation, Osborn ordered the Sentry to bring Asgard to the ground, leaving all buried beneath it.

**WARNING: READ SIEGE #4 BEFORE THIS BOOK!**


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Broxton, Oklahoma.
The Fall of Asgard.

# THE HAMMER FALLS

## CONCLUSION

O-OSBORN...

RUNNIN' OUT ON ME. LITERALLY *CRAWLIN' OVER ME* TO SAVE HIS OWN ASS.

WISH I COULD SAY I WAS SURPRISED.

WELL, *SCREW HIM.* HE'S THE BIG BOSS. NOW THAT THIS OP'S GONE TO HELL, IT'S *HIS* HEAD THEY'LL BE AFTER.

NOBODY'S WORRYING ABOUT *TASKMASTER* RIGHT NOW. WHICH GIVES ME A WINDOW'A OPPORTUNITY TO DO WHAT I DO *BEST.*

GET THE HELL OUTTA DODGE.

GNH. CRACKED RIBS... HARD TO PUT WEIGHT ON MY RIGHT LEG. HATE TO ADMIT IT, BUT IF I WANNA GET AWAY, I'LL NEED SOME--

--HELP...

CONSTRICTOR! *FRANK!* C'MON, BUDDY, STAND UP!

...HNN... RACHEL... WHERE'S...

RACHEL.

FRANK...?

RACHEL... DIAMONDBACK... ARE YOU ALL RIGHT?

Captain America

STEVE?

GOOD SEEING YOU. WISH THE CIRCUMSTANCES WERE BETTER.

OH, STEVE...

YOU OKAY, PAL?

YEAH... MY BIONIC ARMS ABSORBED THE IMPACT. BUT I GOTTA FIND *RACHEL.*

HATE TO BREAK IT TO YA, MAN...

...BUT SHE'S THERE.

WITH *HIM.* HER STAR-SPANGLED *EX.*

I DON'T MEAN TA BE CRUEL, BUT ARE YA REALLY SURPRISED? SHE'S GOIN' WITH THE *WINNING TEAM.* IT'S THE SMART PLAY.

FORGET HER. COME ON. WE CAN STILL GET OUTTA HERE.

FRANK...?

YEAH. I HEAR YA. AND YOU'RE RIGHT. THIS...

...THIS IS THE WAY IT WAS ALWAYS GONNA BE.

GOOD MAN. NOW LISTEN, WE NEED TRANSPORT. SEE IF YOU CAN FIND ONE'A THOSE STUPID GOBLIN GLIDERS THAT STILL WORKS...

...STEVE, YOU HAVE TO HELP ME. YOU HAVE TO HELP ME FIND FRANK.
WHO'S FRANK?
THE MAN I--
--THE MAN I LOVE.
WHO SAVED MY LIFE. WHO HELPED ME SURVIVE AND NOT GO COMPLETELY INSANE WHILE I WAS UNDERCOVER IN OSBORN'S INITIATIVE.
YOU KNOW HIM AS... CONSTRICTOR.
I SEE.
ISN'T THAT HIM?
WHERE--?
OH.
...FRANK...
EXCUSE ME, RACHEL.
I SEE SOMETHING I NEED TO DEAL WITH.

HA! CHECK IT OUT. WHAT GOES AROUND...

...COMES AROUND AND SMACKS YOU IN THE FACE.

WELL, WILL YA LOOK AT THAT. I KNEW IT. TIME TO FIT OL' NORMAN FOR AN ARMANI STRAIT-JACKET.

YO, OSBORN! THAT WAS ME WHO HELPED DEADPOOL HUMILIATE YER ASS!* WHILE I WAS CASHIN' YER CHECKS! HOW D'YA LIKE THAT?

HEY...CAN WE JUST GO?

YEAH. YEAH, WHY NOT.

AIN'T NOTHIN' LEFT FOR US HERE.

*IN DARK REIGN: THUNDERBOLTS/DEADPOOL --DOLLAR BILL

YOU'RE DEAD. YOU'RE ALL *DEAD.*

I WAS THE ONLY ONE WHO COULD STOP HIM.

I WAS SAVING YOU.

The Sentry/ The Void

The Hood

Madame Masque

LET'S GET THE HELL OUT OF HERE.

OH NO...

WHAT IS IT?

THE *NORN STONES*. THE, THE MAGIC... *THINGS* I GOT FROM *LOKI* THAT GIVE ME MY *POWERS*. THAT GAVE *US* ALL THE EXTRA POWER TO FIGHT THIS FIGHT. HE...

...HE TOOK 'EM *BACK*. AND GAVE THE POWER TO *THEM*.

LISTEN TO ME, PARKER. IT'S TIME WE GO.

WE GO *NOW*.

IT'S OVER. EVERYTHING I HAD... EVERYTHING THAT MADE IT ALL *MATTER*...IT'S *GONE*.

THE NORN STONES ARE DESTROYED. I *FELT* IT. LOKI'S *DEAD*.

BUT *WE'RE* ALIVE.

WE'RE *ALIVE*, PARKER. AND AS LONG AS WE ARE...*NOTHING* IS OVER.

Camp H.A.M.M.E.R.
Moments Ago.
The Initiative vs.
The Avengers
Resistance.

LOOK SHARP, PEOPLE! WE CAN STILL WIN THIS!

THE HOOD POWERED US UP! WE GOT MAGIC NOW! AND AS LONG AS WE GOT IT...

Scorcher

...WE HAVE A CHANCE TO...

...TO...

...WHERE'D MY DAMN MAGIC GO...?

FZZT

Ultragirl
Night Thrasher
Rage
Justice
Penance
Slapstick
Batwing
Scarlet Spider
Gauntlet
Bengal
Butterball
Tigra
Y'KNOW, FROM THE MINUTE THIS WHOLE DEAL STARTED...
...I HAD A REAL BAD FEELING IT WAS GONNA END *EXACTLY* LIKE THIS.

AVENGERS ASSEMBLE!

Baron Von Blitzschlag's Lab.

...I BELIEVE... YES, THAT'S CONFIRMED... THE SENTRY IS **DEAD**. NORMAN OSBORN IS IN CUSTODY. WE'RE WITNESSING **HISTORY** IN THE MAKING, CHUCK.*

JA, JA. I HAFF SEEN THIS SORT OF HISTORY BEFORE. NEXT COME THE *TRIALS*.

VELL, THEY CANNOT PROSECUTE ME IF THERE ARE NO SURVIVING *RECORDS*...

*SEE SIEGE #4 FOR DETAILS! --BARON VON BILL

***STOP***. STEP AWAY FROM THE COMPUTERS AND PUT YOUR WRINKLED OLD HANDS ON YOUR HEAD.

EH...?

THAT DATA'S GOING TO MAKE SURE YOU AND OSBORN ROT IN ***PRISON*** UNTIL THE DAY YOU DIE.

AHH, ***KOMODO***. SUCH HARSH VORDS FOR A *JÜNGLING* IN A WHEELCHAIR.

A JÜNGLING WITH A ***GUN***, BARON. YOU WANT TO SEE IF YOU CAN ELECTROCUTE ME BEFORE I BLOW YOUR BRAINS OUT?

HMM...A *TEMPTING* OFFER...

...BUT VUN I BELIEVE I SHALL ***DECLINE***. AFTER ALL...I VAS JUST FOLLOWING ORDERS.

***CLOUD 9?*** GOD, IT'S GOOD TO SEE YOU. AND WHO'S THAT BEHIND--

--***HARDBALL?!***

YOU SON OF A--

EASY. YOU DON'T WANT TO DO THAT.

NO, I'M GUESSING SHE DOES. BUT IT'S COOL.

ABBY, WHY? I KNOW WE WEREN'T CLOSE, BUT I THOUGHT WE WERE FRIENDS...

WE ARE. THAT'S WHY I'M KEEPING YOU FROM BLOWING ROGER'S HEAD OFF BEFORE HE CAN DO--

--THIS.

MY POWERS--?

THEY'RE BACK. YOUR LEGS, TOO. THAT INJECTION NEUTRALIZED THE SPIN TECH IN YOUR BLOODSTREAM.

IF YOU THINK THIS CHANGES ANYTHING BETWEEN US, AFTER ALL YOU DID--

I'VE BEEN TALKING TO HIM ABOUT THAT. IT'S TIME FOR HIM TO BE HONEST WITH YOU...

...AND FOR YOU TO LISTEN. I'M NOT SAYING YOU'LL WANT TO GET BACK TOGETHER WITH HIM AFTERWARD. BUT YOU MIGHT SEE THINGS DIFFERENTLY.

WHEN HELL FREEZES--

*THINK* ABOUT IT. DIDN'T HE ALWAYS MAKE SURE YOU WERE OKAY? THAT YOU WERE PROTECTED?

IN THE *NEGATIVE ZONE*, WHO DO YOU THINK RELEASED *DRAGON MAN* TO *SAVE* YOU?

*PLEASE*. WE WERE THE *ORIGINAL CLASS* OF CADETS. I KNOW A LOT OF BAD THINGS HAPPENED BECAUSE OF THE INITIATIVE. BUT *GOOD* THINGS HAPPENED TOO. LIKE *US*.

DON'T LET THEM DESTROY THAT TOO. NOT WITHOUT A *FIGHT*.

FINE. YOU TALK, BLONDIE, I'LL LISTEN. NO GUARANTEE WHAT YOU SAY WILL STOP ME FROM KICKING YOUR BUTT...

WAS THERE EVER?

AH, SUCH A LOVELY REUNION. UND VE SHALL ALL LIVE *HAPPILY* EVER AFTER, EH?

THERE'S NO "*WE*," OLD MAN. YOU'RE STARRING IN THE NEXT SEASON OF *LOCKUP*.

PERHAPS... PERHAPS NOT. IT IS NOT ONLY *CHESS PLAYERS* WHO VILL SACRIFICE A *PAWN* TO CAPTURE THE *KING*.

ON THIS, IN EXHAUSTIVE DETAIL, YOU VILL FIND RECORDS UFF EVERY ILLEGAL ACT COMMITTED HERE ON THE ORDERS UFF NORMAN OSBORN.

NOW...RATHER THAN ALL THIS UNPLEASANT TALK OF PRISON CELLS... PERHAPS VE CAN DISCUSS SOMETHING IN AN *ANKLE BRACELET*, EH?

Outside.

HERE. WORD JUST CAME DOWN--THE PRESIDENT STRIPPED NORMAN OSBORN OF ANY AND ALL AUTHORITY.

MOST OF US HAD PROBLEMS WITH WHAT HE WAS DOING ANYWAY. THIS ISN'T A FIGHT WE WANT.

THAT'S APPRECIATED.

ANYONE WHO DIDN'T VIOLATE THE UNIFORM CODE OF MILITARY JUSTICE HAS NOTHING TO WORRY ABOUT. I PROMISE YOU THAT.

I DON'T BELIEVE THIS--WE *DID* IT! NO MORE RUNNING. NO MORE *HIDING!*

NO MORE ☠☠☠☠☠ *OSBORN*. CAN I GET AN AMEN?

YOU OKAY, TIGRA? YOU LOOK--ARE YOU *INJURED?*

I'M FINE. I JUST...

...I KNOW WE GOT OSBORN. I KNOW MOST OF HIS DIRTBAGS ARE GOING TO JAIL. BUT WE DIDN'T GET THEM *ALL.*

WE *WILL.* PEOPLE LIKE THAT...THEY ALWAYS MAKE A MISTAKE SOONER OR LATER.

YEAH. YEAH, THEY DO...

...AND I'LL BE *WAITING* FOR IT.

Classified Superhuman Holding Facility Theta.*

Days Later.

*TO FIND OUT HOW THE HOOD ENDED UP HERE, CHECK OUT NEW AVENGERS: FINALE! --BIG HOUSE BILL

JEEZ--!

HOW'D YOU--WHAT'RE YOU--

YOU PROBABLY DIDN'T KNOW THIS WHEN YOU BROKE INTO MY HOME AND BRUTALIZED ME. BUT I'M A *COP*.

NOT IN THE SENSE THAT SUPER HEROES ARE LIKE COPS. I MEAN I AM AN *ACTUAL POLICE OFFICER*. MY LATE HUSBAND WAS ON THE JOB, AND I AM, TOO.

THERE'S A *CODE* AMONG PEOPLE WHO WEAR UNIFORMS. COPS, SOLDIERS, FIREMEN, PRISON GUARDS; IF I DECIDED TO COME IN HERE AND *KILL* YOU...NOT ONLY WOULD THEY NOT STOP ME...

...THEY'D *HELP* ME.

SO GO AHEAD.

TALK ME TO DEATH.

I WAS ANGRY WHEN I HEARD THE *OTHERS* TOOK YOU DOWN. I WANTED TO BE THE ONE.

EXCEPT IF IT HAD BEEN ME THEY NEVER WOULD HAVE FOUND THE BODY.

YOU DO THIS NOW, WHILE I'M IN CUSTODY, AND YOU'RE PUTTING A WORLD OF HURT ON YOUR PALS.

ARE YOU *SERIOUS?* STEVE ROGERS, COMING BACK NOW, DOING WHAT HE DID, IS LIKE THE SECOND COMING OF *GEORGE WASHINGTON.*

I COULD GUT YOU RIGHT HERE AND IT WOULDN'T GO PAST ME. AND IF YOU HAVE ANY IDEA WHAT YOU DID TO ME--HOW MUCH YOU'VE *MESSED UP MY LIFE*--YOU SHOULD KNOW I'D GLADLY DO TIME TO SEE YOU *DEAD.*

WHEN I CAME HERE, I HONESTLY DIDN'T KNOW WHAT I WAS GOING TO DO.

BUT JUST NOW I SAW SOMETHING THAT MADE UP MY MIND.

LOOK AT YOU.

YOU *SMELL.* YOU HAVE *DRIED PUKE* ON YOUR SHOES. YOU'RE LIKE AN *ADDICT* WHOSE SUPPLY'S BEEN CUT OFF.

YOU GAVE UP *EVERYONE AND EVERYTHING YOU CARED ABOUT* FOR *POWER.* AND NOW IT'S GONE...

...AND YOU DON'T HAVE *ANYTHING.*

THAT'S *IT?* YOU'RE NOT GOING TO KILL ME BECAUSE I'M ***DOWN?*** BECAUSE I'M HURTING AND IN A CELL AND YOU THINK IT'S A FATE WORSE THAN DEATH, OR SOME OTHER DUMB RATIONALIZATION?

STUPID. YOU'RE ***STUPID.*** I'LL GET MYSELF TOGETHER. I'LL GET ***OUT*** OF HERE. AND I'LL COME ***FIND YOU.***

YOU THINK I CHANGED MY MIND BECAUSE I SAW *YOU?*

NO. IT'S WHAT I SAW IN THE ***HALL.***

I'M LETTING YOU LIVE BECAUSE YOU'LL ***NEVER*** GET TO HOLD YOUR BABY AGAIN.

AND BECAUSE I WANT TO SPEND A ***LIFETIME*** HOLDING MINE.

Avengers Tower.

--BELIEVE IT? JUST LIKE THAT, OSBORN'S IN *JAIL*. H.AM.M.E.R.'S GONE. CAPTAIN AMERICA--SORRY, *STEVE ROGERS*--IS IN CHARGE.

ALL THE TALKING HEADS ON TV ARE CALLING THIS A NEW *HEROIC AGE*. AND WHAT'S A HEROIC AGE WITHOUT *NEW WARRIORS*, AM I RIGHT? YOU ALL IN?

I DON'T KNOW, DONYELL. I MEAN, OKAY, THE *SUPERHUMAN REGISTRATION ACT'S* REPEALED. THE INITIATIVE AS WE KNOW IT IS *OVER*.

BUT WITH ALL ITS PROBLEMS, IT DID *POSITIVE* THINGS TOO. MOST OF THE STATE TEAMS--THE *GOOD* ONES, NOT OSBORN'S--THEY WANT TO KEEP HELPING PEOPLE.

I FEEL LIKE WE SHOULD SUPPORT THEM. WHAT DO *YOU* THINK, VANCE?

I THINK...I LOOK AT *THEM*. THE CADETS I TAUGHT IN THAT FIRST CLASS. I SEE WHAT THEY'VE ACCOMPLISHED. THE HEROES THEY'VE BECOME.

AND I THINK THERE SHOULD ALWAYS BE A *PLACE* FOR KIDS LIKE THAT. KIDS WITH POWERS, WHO NEED *GUIDANCE*.

OSBORN WAS SEEKING THEM OUT, YOU KNOW. KIDS NO ONE EVEN KNEW ABOUT. SOME OF THEM HE RECRUITED. SOME HE PRACTICALLY *KIDNAPPED*. I...

...I WANT TO THINK ABOUT WHERE TO GO FROM HERE. BUT THE GOOD NEWS IS...

...FOR THE FIRST TIME IN A *LONG* TIME...

...WE HAVE A *CHOICE*.

TIGRA! OVER HERE!

THAT'S ALMOST ALL OF US. EXCEPT *GAUNTLET*...HE ASKED TO BE DEPLOYED TO AFGHANISTAN. I TELL YOU, THAT MAN'S WIFE IS A SAINT.

HEY, GUYS. I'M GLAD YOU'RE ALL TOGETHER, THERE'S SOMEONE I'D LIKE YOU TO MEET.

THIS IS MY SON, WILLIAM.

OH MY GOD, HE'S *ADORABLE!*

I...I HAD NO *IDEA*...

...I'D HEARD A *RUMOR* YOU WERE PREGNANT. BUT I FIGURED IT WAS JUST GOSSIP...I MEAN, YOU NEVER *SHOWED*.

A CAT'S GESTATION PERIOD IS *TWO MONTHS*. I GAVE BIRTH DURING THE TRANSITION BETWEEN TONY STARK'S ADMINISTRATION AND OSBORN'S.

I LEFT HIM IN THE CARE OF THE CAT PEOPLE I GOT MY POWERS FROM. KEPT IT QUIET. OSBORN WANTED TO...

...WELL. THOSE DAYS ARE OVER. AND I INTEND TO SEE TO IT THEY NEVER RETURN.

I'M GOING TO FIGHT TO MAKE SURE THIS WORLD'S A SAFE PLACE FOR MY SON...AND EVERY CHILD LIKE HIM.

YOU AND I SHOULD TALK...

"...AND WE SHOULD BOTH TALK TO *STEVE.*"

--I WANT SUPERHUMANS TO SERVE *VOLUNTARILY.* A COMPULSORY REGISTRATION ACT ISN'T IN ANYONE'S BEST INTERESTS. BUT THAT SAID...

...THE FIFTY STATE TEAMS TONY FOUNDED ARE MADE UP OF GOOD PEOPLE. IF THEY WANT TO CONTINUE, I'D LIKE THEM TO. AND I'LL NEED SOMEONE TO COORDINATE THEM.

I CAN'T THINK OF ANYONE BETTER THAN YOU, RACHEL.

STEVE, I... I'M *HONORED*... REALLY. BUT I'M GOING TO NEED TIME TO THINK IT OVER, OKAY?

OF COURSE. DID YOU...IS THERE ANY WORD FROM CONSTRICTOR? SORRY-- *FRANK?*

NO.

NOTHING...

Japan.

PLEASURE DOIN' BUSINESS. WE'LL TAKE CARE OF IT TOOT SWEET. RIGHT, CONSTRICTOR?

CONSTRICTOR!

YEAH, YEAH, SURE...

...WHATEVER.

WHAT HAPPENED TO THE OTHERS? GLAD YOU ASKED...

## Bengal

MOVED HIS FAMILY TO SUNSET PARK, BROOKLYN, AND OPENED A MARTIAL ARTS SCHOOL. REFUSES ALL REQUESTS FOR INTERVIEWS.

## Prodigy

WAS RELEASED FROM PRISON AND HONORED FOR HIS RESISTANCE TO NORMAN OSBORN. CURRENTLY WORKING THE MOTIVATIONAL SPEAKER CIRCUIT WHILE EXPLORING REUNITING THE **SLINGERS**.

## Trauma

LAST SEEN WALKING THE EARTH, LIKE CAINE IN "KUNG FU." VARYING REPORTS HAVE HIM STUDYING WITH DR. STEPHEN STRANGE OR SEEKING A MAN NAMED KARL IN PITTSFIELD, MA.

## Debrii

NO LONGER A FUGITIVE, BUT REMAINS IN PARIS, WHERE SHE IS BELOVED AS THE SNARKY JUDGE OF A TV TALENT COMPETITION, "SUPERPOUVOIR."

## Butterball

RETURNED TO BUTTERBALL'S HOMETOWN OF MORGANTON, NC, WHERE THEY FOUNDED A SUPER HERO TEAM TO REPLACE THE DISGRACED AND IMPRISONED U-FOES.

## Batwing

CURRENTLY THEY ARE THE ONLY MEMBERS.

The End

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